



This is Affidavit #1 of
Jeremy Bornstein in this case and
was made on October 26, 2023

5235084
No. S-235984

Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED AND THE *BUSINESS CORPORATIONS ACT*, R.S.O. 1990,
C. B.16, AS AMENDED

AND

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
BRON MEDIA CORP. AND THE ENTITIES LISTED AT **SCHEDULE "A"**

PETITIONERS

AFFIDAVIT

I, **Jeremy Bornstein**, lawyer, c/o 2200 – 885 West Georgia Street, Vancouver, British
Columbia, AFFIRM THAT:

1. I am a partner at Cassels Brock & Blackwell LLP ("**Cassels**"), counsel for Grant Thornton Limited. ("**GTL**") the court-appointed monitor (the "**Monitor**") of the Petitioners (as defined in the Initial Order pronounced in these proceedings on July 19, 2023) and as such, I have personal knowledge of the facts hereinafter deposed to except where stated to be on information and belief, in which case I verily believe them to be true.
2. I am one of the individuals at Cassels that has had primary carriage of this proceeding.
3. This affidavit is filed in support of the application by the Monitor for approval of the fees of Cassels. The fees sought to be approved cover these CCAA proceeding from inception up to and including October 23, 2023.
4. Counsel for the Monitor staffed this file with a combination of lawyers from its Vancouver and Toronto offices. Using resources from the Toronto office was necessary in the

circumstances because of the specialized legal needs for this file, including film and television expertise. Moreover, Cassels recognized that there was an added cost for John Birch to travel to Vancouver for hearings in these proceedings and, accordingly, has discounted its legal fees by the full amount of travel and accommodation costs associated with his attendance in Vancouver from time to time.

5. Cassels also staffed this matter in as “lean” a manner as possible by minimizing the number of timekeepers that worked intensively on the matter. As set out in more detail below, the main staffing of the matter involved:

- (a) two litigators (a senior partner in Toronto and a mid-level associate in Vancouver);
- (b) one transactional lawyer (a junior partner in Toronto); and
- (c) one entertainment lawyer to assist with issues relating film and television agreements to which the Petitioners were parties (a senior partner in Toronto).

6. Where possible, and in order to minimize legal fees, only one lawyer from Cassels participated in discussions with the Monitor, Petitioners, or other stakeholders.

7. This matter was billed on a weekly basis.

8. Attached hereto and marked as indicated are the following Exhibits (together, the “Invoices”):

Exhibit	Invoice Number	Invoice Date	Amount
“A”	2206655	July 26, 2023	\$66,183.81
“B”	2207633	July 31, 2023	\$66,097.36
“C”	2208038	August 8, 2023	\$22,593.76
“D”	2208716	August 15, 2023	\$23,964.08
“E”	2209494	August 22, 2023	\$47,889.52
“F”	2210164	August 29, 2023	\$59,427.76
“G”	2210697	September 5, 2023	\$63,971.04

"H"	2211203	September 12, 2023	\$84,949.03
"I"	2211877	September 19, 2023	\$78,634.10
"J"	2212681	September 26, 2023	\$80,285.78
"K"	2213497	October 4, 2023	\$58,982.76
"L"	2213821	October 10, 2023	\$34,101.20
"M"	2214492	October 17, 2023	\$52,809.68
"N"	2215261	October 24, 2023	\$45,749.60
TOTAL:			\$783,645.66

9. The Invoices include redactions where time entries describe matters that are privileged or relate to confidential strategy or without prejudice settlement communications.

10. As detailed in the Invoices, from inception of the file to October 23, 2023, Cassels' invoiced fees amounted to \$697,405.68, which was reduced by a discount of \$6,594.92 to reflect the full amount of the travel and accommodation costs of Mr. Birch in connection with hearings that took place in Vancouver, British Columbia. Cassels incurred and invoiced for disbursements in the amount of \$8,715.05 and taxes in the amount of \$84,119.85, for a total of \$783,645.66 overall.

11. The fees set out in the Invoices are calculated on the basis of the hours spent by Cassels personnel, multiplied by the applicable standard hourly rates charged by Cassels. The total time contained in the Invoices is 879.50 hours at an average hourly rate of \$792.96 per hour ($\$697,405.68 \div 879.50$). To the best of my knowledge, information and belief, those hourly rates are consistent with those charged by other law firms for work of a similar nature in Vancouver, British Columbia and Toronto, Ontario.

12. Paragraph 48 of the Amended and Restated Initial Order dated July 18, 2023 (the "ARIO") provided that any interested party was entitled to apply for an allocation of the Charges to the Property (both as defined in the ARIO). In addition, Justice Gomery asked the Monitor, its counsel, and counsel for the Petitioners to attempt to devise a methodology to allocate the fees of those professionals to various parts of the Petitioners' businesses.

13. Accordingly, in early August the Monitor and Cassels devised six possible categories to which fees could be allocated. Those categories (the “**Fee Categories**”) and a description of the activities falling under each category are as follows:

- (a) **Live Action.** This category covers activities relating to the Petitioners’ businesses that involve live action productions, such as movies and reality television, but which do not fall more specifically under the US Matters or the UK Matters categories described below. This category does not include animated series. Most of the Petitioners’ productions are live action, including “Americana”, “Nicki”, “Reggie”, and “Loudmouth”;
- (b) **Digital.** This category covers gaming and software activities of the Petitioners and animation productions. Activities related to BRON Animation Inc. and BRON Digital USA, LLC are included in this category. It includes animated productions such as “Gossamer”, the “Gossamer” video game, “Fables the Bear”, and “Hoods”;
- (c) **Investments.** This category covers work relating to the Petitioners’ various partial investments in other production companies. Work for BRON Ventures 1 LLC is also included in this category. It includes investments in Mad Solar Productions LLC, Blackhead Pictures, LLC, Little Lamb Productions, Inc., Subnation Media, Inc., Media Res, EMJAG Productions, PictureStart, LLC, and VideoShops;
- (d) **US Matters.** This category covers work for Petitioners located in the United States of America, especially BRON Media Holdings USA Inc. and BRON Media Holdings USA Corp.;
- (e) **UK Matters.** This category covers work for Petitioners located in the United Kingdom, especially BRON Media Holding Intl Corp., BRON Studios UK Ltd., BRON Releasing UK Ltd., and BRON Studios Ireland Ltd. It also includes work on certain productions, including “Kin” and “Ten Percent”; and
- (f) **General.** This category covers activities that benefit all or multiple aspects of the Petitioners’ businesses and which cannot be put under any other category. In particular, work relating to the review and drafting of court materials in this

proceeding, activities relating to the sale and investment solicitation process that do not specifically relate to a particular business line of the Petitioners, and general strategy.

14. Attached hereto and marked as **Exhibit "O"** is a summary of the allocation of Cassels' fees among the above categories. The use of the Fee Categories by Cassels was implemented in early August. Time spent before then was all allocated to Category 6.

15. Cassels provided the Fee Categories to the Monitor and counsel for the Petitioners and understand that those professionals' fees have been categorized using the same system.

16. This matter was primarily directed by the following counsel:

(a) **John Birch.** Mr. Birch has been a member of the Cassels insolvency group since joining the firm in 1997 and has been a partner of Cassels since 2004. He was called to the bar in Ontario in 1997. He practices primarily in the areas of commercial insolvency, including on numerous complex restructuring and receivership matters. He is listed as a leading financial restructuring lawyer in the IFLR1000 and Lexpert and as a leading dispute resolution lawyer in the Legal 500 Canada. He is also a member of the Inter-Pacific Bar Association (the "IPBA") and, from 2018 to 2022, was the co-chair of the insolvency committee of the IPBA. Attached hereto and marked as **Exhibit "P"** is a copy of Mr. Birch's *curriculum vitae* maintained by Cassels.

(b) **Jeremy Bornstein.** I was previously a member of Cassels' private company group from 2014 to 2015 and, since rejoining the firm in 2018, I have been a member of Cassels' insolvency group. I joined the firm's partnership in 2022. From 2015 until I rejoined Cassels in 2018, I practiced as general counsel for a healthcare company, where I advised on corporate structure, commercial, employment, privacy, and regulatory matters. I was called to the bar in Ontario in 2014. My practice focuses primarily on the corporate aspects of restructurings including asset and reverse vesting sales and other distressed transactions. Attached hereto and marked as **Exhibit "Q"** is a copy of my *curriculum vitae* maintained by Cassels.

(c) **Stephen Selznick.** Mr. Selznick has been a partner in the Intellectual Property, Sports & Entertainment, and Regulatory groups at Cassels since joining the firm as a partner in 2001. Mr. Selznick was called to the bar in Ontario in 1979. He has extensive experience with the purchasing, financing, licensing, and restructuring of intellectual and entertainment properties, including branding and research, and development agreements. Mr. Selznick is recognized in the Who's Who Legal: Canada and the Who's Who Legal for his work in Sports & Entertainment law, and in the WTR1000 for his work as a trademark professional. Attached hereto and marked as **Exhibit "R"** is a copy of Mr. Selznick's curriculum vitae maintained by Cassels.

(d) **Forrest Finn.** Mr. Finn joined the Cassels insolvency group in 2020 and rejoined in 2022. Prior to rejoining the firm, Mr. Finn also practiced in the insolvency group of McCarthy Tetrault LLP from 2021 to 2022. He was called to the bar in British Columbia in 2020, Yukon in 2022, and Ontario in 2023. His practice focuses primarily on bankruptcy proceedings, receiverships, and commercial restructurings. Attached hereto and marked as **Exhibit "S"** is a copy of Mr. Finn's curriculum vitae maintained by Cassels.

17. To the best of my knowledge, information and belief, the information contained in the Invoices as to:

- (a) the number of hours worked;
- (b) the nature of work performed;
- (c) the identity of the individuals who performed work; and
- (d) the rates charged for the work performed,

is true and correct in all respects.

18. I have reviewed the accounts of Cassels and do verily believe that:

- (a) Cassels' professional fees and disbursements have been properly incurred and are fair and reasonable in the circumstances;

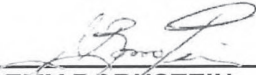
- (b) the work completed by Cassels was delegated to the appropriate professionals in Cassels with the appropriate seniority and appropriate hourly rates;
- (c) Cassels' fees in this matter are consistent with the fees charged by similar firms with the capacity to handle a file of comparable size and complexity;
- (d) the Invoices were provided to the Monitor when rendered, and all have been approved by the Monitor; and
- (e) the services were performed by Cassels in a prudent and economical manner.

19. I make this affidavit expressly for the purposes of the Monitor's application to approve its accounts and the Invoices, and for no other purpose. In particular, nothing herein is a waiver of solicitor-client privilege by the Monitor.

AFFIRMED BEFORE ME by video)
conference on this 26th day of October,)
2023. The affiant and I both were located)
at the City of Toronto in the Province of)
Ontario. This affidavit was commissioned)
remotely in accordance with O. Reg.)
431/20, Administering Oath or Declaration)
Remotely.



A Commissioner for taking Affidavits)
(Or as may be))



JEREMY BORNSTEIN

Commissioner Name: *Kiyan Jamal*
Law Society of Ontario Number: *87594N*

This is Exhibit "A" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LEO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2206655
Date: July 26, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including July 23, 2023

Our Fees	57,236.00
Disbursements	1,860.46
Total Fees and Disbursements	59,096.46
GST @ 5.00%	2,953.06
PST @ 7.00%	4,134.29
TOTAL DUE (CAD)	66,183.81

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Payment due upon receipt. Please return remittance advice(s) with cheque.

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CAD EFT and Wire:

Bank of Nova Scotia
44 King St. West,
Toronto, ON, M5H 1H1

Bank I.D.: 002
Transit No.: 47696
Account No.: 0073911
Swift Code: NOSCCATT
ABA No.: 026002532

Cheque Payments:

Cassels Brock & Blackwell LLP
Finance & Accounting (Receipts)
Suite 3200, Bay Adelaide Centre - North Tower
40 Temperance St., Toronto, ON, M5H 0B4 Canada

Online Bill Payments:

Vendor name is **Cassels Brock Blackwell LLP** and
you are required to enter the first six digits of the
matter #

Invoice No: 2206655
Matter No.: 054920-00006
Amount: **CAD 66,183.81**

e-Transfer Payments: payments@cassels.com

Credit Card Payments: payments.cassels.com

Cassels Brock Blackwell LLP | cassels.com

Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL

Date	Description	Hours	Amount
Jun-23-23	Emails from and to and call from representative about potential new file acting as counsel for a CCAA Monitor; subsequent emails from and to debtor's proposed counsel	0.60	594.00
Jun-27-23	Emails from and to counsel for debtor about CCAA proceedings and Cassels role as counsel to the Court officer;	0.60	594.00
Jun-28-23	Initial calls with Brian Koscak and potential counsel for the debtor;	0.70	693.00
Jun-29-23	Call from Jon Krieger about CCAA filing;	0.10	99.00
Jul-04-23	Contact J. Krieger about initial information about the CCAA filing; voicemail to M. Shakra, counsel for Creative Wealth Management;	0.30	297.00
Jul-06-23	Calls with M. Wentzell about background facts, scope of relief to be sought on initial application, and pre-filing report;	0.90	891.00
Jul-06-23	Call from M. Shakra about status of attempts to get DIP financing;	0.20	198.00
Jul-07-23	Call from M. Wentzell about status of DIP loan and materials to obtain the initial order;	0.20	198.00
Jul-07-23	Email from J. Krieger;	0.10	99.00
Jul-10-23	[REDACTED]	0.10	67.00
Jul-10-23	Calls with lawyers in the Vancouver office about the Monitor's pre-filing report and the timetable timing for the hearing to obtain an initial order;	0.30	297.00
Jul-10-23	Emails from and to R. Mittal about Monitor's pre-filing report;	0.20	198.00
Jul-11-23	Review information about existing and pending productions;	0.50	495.00
Jul-11-23	Review financial analysis and cashflows of proposed Monitor; review financial information about Bron relating to potential DIP financing;	1.50	1,485.00
Jul-11-23	Emails from and to A. Iqbal about hearing date for initial order; follow-up with M. Wentzell about review of draft court materials; emails from and to A. Iqbal about draft court materials;	0.30	297.00
Jul-12-23	Fully review and make comments on draft 52-page affidavit of A. Gilbert; emails from and to GTL about petitioner's draft materials;	2.70	2,673.00
Jul-12-23	Email from B. Bando; review latest cash flows; call with B. Bando about cash flows and options for the restructuring;	0.50	495.00
Jul-13-23	Emails to and from B. Bando about draft affidavit of the Petitioner for initial order hearing;	0.20	198.00
Jul-13-23	Review list of entities that may be filed and consider list of key creditors;	0.60	594.00
Jul-13-23	Email from and call to B. Bando about July 19 hearing;	0.20	198.00
Jul-13-23	Additional full review of draft Aaron Gilbert affidavit to outline key issues for CCAA proceedings; provide further comments on the Gilbert affidavit	2.00	1,980.00
Jul-13-23	Email to BRON counsel about draft Gilbert affidavit and provide additional input about such affidavit; emails to Grant Thornton about Gilbert affidavit	0.40	396.00
Jul-14-23	Emails from and to GTL about Gilbert affidavit, administration charges, and likely opposition to originating application; review and consider	1.10	1,089.00

Date	Description	Hours	Amount
	terms of Initial Order that will be required;		
Jul-14-23	Voicemail to A. Iqbal about court materials for initial CCAA hearing;	0.10	99.00
Jul-14-23	Call from and meeting with B. Koscak about CCAA filing and potential restructuring options;	0.60	594.00
Jul-16-23	Email from Monica Faheim; fully review and provide comments on the draft Petition; email to Monica Faheim about legal citations in Petition; email to GT about Petition and to seek their comments	1.30	1,287.00
Jul-16-23	Emails from and to Mark Wentzell; review and comment on Pre-Filing Report of the Proposed Monitor	0.60	594.00
Jul-16-23	Emails from and to Mark Wentzell about sending draft pre-filing report to BRON's counsel for review	0.20	198.00
Jul-17-23	Multiple conference calls with Creative Wealth, its counsel, LiUNA, and GTL about DIP financing and Chapter 15;	0.70	693.00
Jul-17-23	Conference call with B. Bando and M. Wentzell about DIP funding and steps prior to July 19 hearing;	0.90	891.00
Jul-17-23	Emails from and to B. Bando and M. Wentzell about comments on draft Petition;	0.20	198.00
Jul-17-23	Review and incorporate M. Wentzell comments on the draft Petition;	0.50	495.00
Jul-17-23	In the evening, call with Mark Wentzell about cash flows, use of DIP funds (if approved), and the quantum of charges to be sought on July 19; email to counsel for Creative Wealth	0.70	693.00
Jul-17-23	Further review GTL comments on the draft Petition;	0.20	198.00
Jul-17-23	Review comments on Petition provided by other stakeholder; report to GTL team;	0.40	396.00
Jul-18-23	Emails from and to Mike Shakra; reviewing changes to draft agreement with CW LP and seeking instructions from Mark Wentzell; arrange for pre-filing report to be finalized and filed; emails from Raj Mittal about July 19 hearing	1.10	1,089.00
Jul-18-23	Late at night: finalize agreement with CW LP; emails from and to counsel for Comerica; emails from and to Larry Ellis about debtor's payment of professional fees; review DIP agreement and initially consider points made by counsel for Comerica; emails from and to Bruce Wentzell about July 19 hearing	1.30	1,287.00
Jul-18-23	Numerous emails from Monitor and counsel for BRON about admin charge, DIP charge, and total BRON draft; review updated draft report to GTL;	1.30	1,287.00
Jul-18-23	Multiple emails from and to A. Iqbal, M. Shakra, and GTL about court-ordered charges; prepare agreement with CW;	1.50	1,485.00
Jul-18-23	Lengthy videoconference with GTL about pre-filing report, cash flows, and agreement with CW; review updated pre-filing report and provide comments; emails to counsel for BRON about Administration Charge and Service List;	1.50	1,485.00
Jul-18-23	Call with R. Mittal about service and filing of materials for July 19 hearing; call with Miller Thomson about allocation of Administration Charge; review BRON comments on pre-filing report and respond; review latest drafts of Gilbert affidavit, Petition, and CCAA Initial Order and provide comments to M. Faheim;	2.60	2,574.00

Date	Description	Hours	Amount
Jul-18-23	Further review of comments on draft pre-filing report;	0.30	297.00
Jul-18-23	Telephone and email correspondence with Grant Thornton; Telephone and email correspondence with counsel for BRON; Attending to filing and service of Monitor's report;	3.50	2,345.00
Jul-19-23	Starting at 4:55 am PT, call from John Salmas (counsel for Comerica) to discuss the Charges; follow up discussion with GTL personnel about Comerica position and other potential opposition to the initial order; call from Brian Koscak	0.80	792.00
Jul-19-23	Preparation for hearing of initial order, including review of pre-filing report; multiple calls with counsel for BRON, Comerica and Creative Wealth about outstanding issues, such as extent of the Charges; further negotiations before Court hearing; receive instructions from Mark Wentz about charges	3.10	3,069.00
Jul-19-23	Attend hearing before Justice Gomery for initial order; discussions with opposing counsel after hearing about paragraph 7 of the order and the changes requested by the court; review and approve form of revised initial order; initial discussion with Mark Wentzell about various relief to be pursued at the July 27 and 28 comeback hearing	1.30	1,287.00
Jul-19-23	Make arrangements for creation of Monitor's website and emails with Bruce Bando in that regard; contact Forrest Finn about materials for comeback motion; email to other counsel about comeback hearing	0.40	396.00
Jul-19-23	Prepare for and attend videoconference with counsel for key parties regarding comeback hearing and immediate tasks to be completed following initial order including sending of notices, application for Chapter 15 relief, and employee terminations	0.90	891.00
Jul-19-23	Review and revise draft Notice to Creditors and newspaper advertisement	0.40	396.00
Jul-19-23	Review of key sections of Chapter 15 petition and related motion materials	0.40	396.00
Jul-19-23	Emails with counsel for BRON; Conferring with John Birch regarding position of Comerica; Preparing for and attending hearing with John Birch; Email correspondence with Grant Thornton;	4.20	2,814.00
Jul-20-23	Update from US counsel about urgent relief in Chapter 15 proceeding; emails with M. Faheim and counsel for stakeholders about updating the service list; brief review of materials for July 20 hearing in Atlanta;	0.50	495.00
Jul-20-23	Emails to and from GT about maintaining the service list;	0.10	99.00
Jul-20-23	Email correspondence with Grant Thornton;	0.20	134.00
Jul-21-23	Reviewing law related to charges and other relief for the comeback motion; emails from and to counsel for a co-investor in one of the companies affected by the CCAA proceedings;	1.70	1,683.00
Jul-21-23	Lengthy call from J. Salmas (counsel for Comerica) about July 28 & 29 comeback hearing and the changes to be sought; update the Monitor;	0.70	693.00
Jul-21-23	Review first draft of SISP document; consider conflict of interest issues related to potential bids;	1.10	1,089.00
Jul-21-23	Lengthy videoconference with Monitor about comeback motion and sales process;	1.20	1,188.00
Jul-21-23	Coordinate with M. Faheim about the service list; respond to enquiry	0.90	891.00

Date	Description	Hours	Amount
	from counsel for Formidable Fund; emails about request for payment of vacation entitlements to terminate U.S. employees;		
Jul-22-23	Email from Asim Iqbal about draft materials for comeback hearing; multiple emails with the Monitor about the comeback hearing; call with Bruce Bando about Monitor's draft first report and GTL comments on the SISP terms; lengthy call with Mark Wentzell about the SISP terms including integrity of bidding process; discussion with Mark Wentzell about the KERP and KEIP; fully review and provide comments on the Notice of Application returnable July 27 and the draft SISP document; send drafts to GTL for review (overall time reduced)	3.40	3,366.00
Jul-23-23	Videoconference with Monitor and counsel for DIP Lender to discuss KERP, KEIP, SISP and attachment of Charges to Comerica security	0.80	792.00
Jul-23-23	Consult with Monitor about amount and priority of Charges; email to John Salmas regarding position of the Monitor concerning the Administration Charge	0.30	297.00
Jul-23-23	Call with Monitor about priority of charges and position of Comerica	0.40	396.00
Jul-23-23	Fully review and comment on each of the following materials for the comeback hearing (a) the Notice of Application, (b) draft SISP document, and (c) First Report of the Monitor (3.3); outline Monitor's position regarding Administration Charge and whether it should attach to Comerica security, including emails to and from John Salmas (0.2); update counsel for the Petitioners about the relief being sought on the comeback application and the status of the draft court materials (0.3)	3.80	3,762.00

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	52.40	990.00	51,876.00
Mittal, Rajit	Associate	8.00	670.00	5,360.00
Total (CAD)		60.40		57,236.00

Our Fees	57,236.00	
GST @ 5.00%	2,861.80	
PST @ 7.00%	4,006.52	
TOTAL FEES & TAXES (CAD)		64,104.32

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Travel	35.25
Total Non-Taxable Disbursements	35.25

Taxable Disbursements

Copies	86.25
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Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 6 of 6
Invoice No: 2206655
Matter No. 054920-00006

Travel	1,341.51
Accommodations	377.76
Meals	19.69
Total Taxable Disbursements	1,825.21
GST @ 5.00%	91.26
PST @ 7.00%	127.77
Total Taxable Disbursements & Taxes	2,044.24

TOTAL DISBURSEMENTS & TAXES (CAD)	2,079.49
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TOTAL FEES	57,236.00
TOTAL DISBURSEMENTS	1,860.46
TOTAL TAXES	7,087.35
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	66,183.81

This is Exhibit "B" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyan Samal

Commissioner for Taking Affidavits (or as may be)

Kiyan Samal, LSO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2207633
Date: July 31, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including July 31, 2023

Our Fees	60,876.50
Fee discount to remove travel costs	(4,601.10)
Total Fees	56,275.40
Disbursements	2,740.64
Total Fees and Disbursements	59,016.04
GST @ 5.00%	2,950.55
PST @ 7.00%	4,130.77
TOTAL DUE (CAD)	66,097.36

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44 King St. West,
Toronto, ON, M5H 1H1

Bank I.D.: 002
Transit No.: 47696
Account No.: 0073911
Swift Code: NOSCCATT
ABA No.: 026002532

Cheque Payments:

Cassels Brock & Blackwell LLP
Finance & Accounting (Receipts)
Suite 3200, Bay Adelaide Centre - North Tower
40 Temperance St., Toronto, ON, M5H 0B4 Canada

Online Bill Payments:

Vendor name is **Cassels Brock Blackwell LLP** and
you are required to enter the first six digits of the
matter #

Invoice No: 2207633
Matter No.: 054920-00006
Amount: **CAD 66,097.36**

e-Transfer Payments: payments@cassels.com

Credit Card Payments: payments.cassels.com

Cassels Brock Blackwell LLP | cassels.com

Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL

Date	Name	Description	Hours
Jul-24-23	J. Birch	Email from counsel for Lender; review Lender's comments on draft SISP document and identify issues relating to the bidding process and closing date that will need to be revised to make the process feasible; email to Monitor about review of draft SISP	1.00
Jul-24-23	F. Finn	Draft application response; research jurisprudence regarding sale investment solicitation process; research jurisprudence regarding court-ordered charges;	1.80
Jul-24-23	J. Birch	Review Lender's comments on Notice of Application for comeback hearing and respond to counsel for Lender; provide Monitor/Cassels comments on Notice of Application to counsel for the Petitioners and update counsel about status of comments on draft SISP; arrange for update of Service List	0.70
Jul-24-23	J. Birch	Emails from and to Eric Golden regarding pending litigation involving a number of BRON entities that are and are not subject to the stay	0.20
Jul-24-23	R. Mittal	Email correspondence with Eric Jamieson regarding service list;	0.20
Jul-24-23	J. Birch	Receive comments from the Monitor about the draft comeback orders and circulate them to counsel for the main stakeholders	0.30
Jul-24-23	J. Birch	In the mid-evening, multiple emails from counsel for Petitioners and the Interim Lender; review latest drafts of ARIO and SISP approval order and provide comments	0.50
Jul-24-23	J. Birch	Prepare for and attend videoconference with counsel for each of the Petitioners and the DIP Lender to discuss the priority of the Charges;	0.50
Jul-24-23	J. Birch	Further revise SISP document based on Monitor input and circulate to counsel;	0.90
Jul-24-23	J. Birch	Call from counsel to the Petitioners about the scope of relief at the comeback hearing;	0.20
Jul-24-23	J. Birch	Review Chapter 11 provisional relief granted and consider further relief to be sought on July 28 and August 15, 2023;	0.40
Jul-24-23	J. Birch	Call from E. Golden about the extent of the CCAA stay and whether there may be a motion to partially lift the stay;	0.30
Jul-24-23	J. Birch	Prepare for and attend videoconference with the Monitor to obtain its comments on the SISP document;	1.20
Jul-24-23	J. Birch	Email from M. Faheim; credit Monitor about scope of relief being sought at the comeback hearing; review and revise ARIO and SISP/KERP draft orders;	1.30
Jul-24-23	J. Birch	Videoconference with F. Finn about comeback motion and the preparation of an application response;	0.50
Jul-24-23	J. Birch	Call with J. Salmas about priority of the Administration Charge;	0.30
Jul-25-23	F. Finn	Draft application response; research jurisprudence	11.00

Date	Name	Description	Hours
		regarding sale investment solicitation process; research jurisprudence regarding court-ordered charges;	
Jul-25-23	J. Birch	Email from US counsel for Petitioners; review notice about August 14 Omnibus Chapter 15 hearing;	0.20
Jul-25-23	J. Birch	Fully review and provide substantial comments on the draft First Report of the Monitor; emails about court arrangements for comeback hearing; respond to emails from counsel for Comerica Bank; review summary of Comerica Security;	2.40
Jul-25-23	J. Birch	Review Bennett Jones comments on the affidavit, ARIO, and KERP letter;	0.70
Jul-25-23	J. Birch	Full review and comment on latest drafts of motion materials; fully review and comment on Aaron Gilbert affidavit;	1.60
Jul-25-23	J. Birch	Review other counsel's comments on the Gilbert affidavit and other comeback motion materials;	0.30
Jul-26-23	F. Finn	Draft application response; research jurisprudence regarding sale investment solicitation process; research jurisprudence regarding court-ordered charges; prepare for hearing;	7.50
Jul-26-23	J. Birch	Multiple emails about revisions to paragraphs 7 and 41 of the ARIO to try to address Comerica concerns; revise those portions of the ARIO and recirculate to stakeholder counsel; review further revisions to the ARIO and send final proposal to counsel for Comerica Bank	1.30
Jul-26-23	J. Birch	Begin preparation of oral submissions for comeback hearing	0.90
Jul-26-23	J. Birch	Numerous calls with the Monitor and then with each of counsel for the Petitioners, DIP Lender, and Comerica [REDACTED] [REDACTED] [REDACTED]; call to Forrest Finn about preparation of hardcopy materials for hearing	1.80
Jul-26-23	J. Birch	Emails with Monitor about application response	0.20
Jul-26-23	J. Birch	While en route to Vancouver, fully review and incorporate changes on the First Report provided by other counsel and add further content to report about additional ARIO provisions; fully review and revise Response to Application	2.90
Jul-26-23	J. Birch	Emails from and to A. Iqbal about Comerica position regarding Comeback Hearing	0.20
Jul-26-23	J. Birch	Videoconference with Monitor to review final comments and changes on First Report and to discuss current position of Comerica Bank; review final draft of First Report prior to service	0.80
Jul-26-23	J. Birch	Respond to emails from creditors including counsel for plaintiff in US litigation and provide copies of comeback hearing materials served so far	0.40
Jul-26-23	J. Birch	Meet with Forrest Finn about finalizing, serving, and filing	0.50

Date	Name	Description	Hours
		Monitor's materials for comeback hearing and discuss current status of opposition to the relief being sought; email to John Salmas about potential resolution of Comerica Bank objection	
Jul-26-23	J. Birch	Lengthy call from John Salmas about carve-out from Administration Charge and Comerica request for input in the SISP process or sales outside the SISP	0.40
Jul-26-23	J. Birch	Update Monitor about discussion with counsel for Comerica Bank; email to Asim Iqbal about Administration Charge priority	0.20
Jul-27-23	J. Birch	preparation for court	2.00
Jul-27-23	J. Birch	Discussions with other counsel prior to court hearing to try to resolve outstanding disputes; attend hearing before Justice Gomery; lengthy discussion after hearing with counsel for Access Road to understand his client's objection to the relative priority of the charges; follow up email to Monitor and other counsel	1.70
Jul-27-23	J. Birch	Call from John Salmas to discuss position of Access Road regarding comeback hearing; emails from opposing counsel about Access Road's Application Response; review such Application Response and begin outlining submissions for July 28 hearing	0.90
Jul-27-23	J. Birch	Email from Kathryn Esaw; review proposed amended language for ARIO to give protection to the various unions in the event of a sale of assets in the ordinary course outside the SISP	0.30
Jul-27-23	J. Birch	Multiple calls with creditors' counsel to hear and address their objections; review various iterations of the amended draft ARIO proposed by various creditors and provide comments; work with the Monitor to prepare a supplement to the First Report; consider several creditor comments on the SISP	2.70
Jul-27-23	J. Birch	Review of final draft ARIO that is being filed with the court for July 28 hearing; update counsel for the Petitioners about creditor enquiries	0.30
Jul-27-23	J. Birch	Review Application Response of Premium Properties and prepare oral responding submissions for July 28 hearing; review Application Response of the DIP Lender; continue preparation of submissions for July 28 hearing	0.90
Jul-27-23	F. Finn	Prepare for and attend hearing; research regarding court-ordered charges; review application and responding materials; attend meeting with counsel for Access Road;	6.70
Jul-28-23	J. Birch	In the early morning, review additional proposals made by counsel for each of Premium Properties and Access Road to settle remaining disputes about relief to be sought on July 28, 2023; complete preparation of oral submissions including final consideration of case law cited by Access Road	2.20

Date	Name	Description	Hours
Jul-28-23	J. Birch	Discussion prior to hearing with other counsel to identify remaining issues and to organize the order of submissions; attend continuation of comeback hearing before Justice Gomery (2/3 day) until completion of submissions and recess to allow judgment to be prepared; discussion with Mark Wentzell about sales process next steps if SISP is approved	4.60
Jul-28-23	J. Birch	Provide input to Grant Thornton about teaser letter and gathering information for data room	0.20
Jul-28-23	J. Birch	Attend court at 3 pm PT to hear oral reasons for judgment and to discuss formal orders; follow up with Forrest Finn about next steps	1.60
Jul-28-23	F. Finn	Prepare for and attend hearing; attend meeting with Monitor; review draft sales process materials; multiple correspondence; draft confidentiality agreement;	7.00
Jul-29-23	J. Birch	Review and provide comments on each of the confidentiality agreement, advertisement, and teaser for the SISP process; send revised documents to Bruce Bando	0.70
Jul-29-23	F. Finn	Review draft sale materials and provide comments; draft confidentiality agreement;	2.50
Jul-30-23	J. Birch	Email from Bruce Bando; review and comment on next draft of Confidentiality Agreement and first draft of each of the SISP Procedures Acknowledgment and the Participation Letter	0.80
Jul-30-23	J. Birch	In the evening, review Miller Thomson LLP's comments on the initial SISP documents; revise the draft Teaser and sent to GTL	0.40
Jul-31-23	J. Birch	Call from potential bidder; update B. Bando about potential bidder;	0.40
Jul-31-23	J. Birch	Respond to creditor request for information about the sales process; seek input for DIP Lender about the draft newspaper advertisement and sales process "teaser"; review plan to meet August 1 deadline in the SISP;	0.50
Jul-31-23	J. Birch	Email from and to J. Foster about cash flow monitoring;	0.20
Jul-31-23	J. Birch	Call from D. Ward about status of litigation against BRON;	0.30
Jul-31-23	J. Birch	Email from B. Bando; review list of known Potential Bidders; call from B. Bando about known Potential Bidders list and Teaser; review DIP Lender comments on the Teaser;	0.80
Jul-31-23	J. Birch	Call with S. Selznick about SISP process and his review of the list of potential bidders; update B. Bando and M. Wentzell;	0.40
Jul-31-23	S. Selznick	Telephone conference with John Birch to discuss proposed monitor reach out to potential acquirors; review and consider potential SISP purchase or list;	1.00

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	45.00	990.00	44,550.00
Selznick, Stephen	Partner	1.00	1,070.00	1,070.00
Finn, Forrest	Associate	36.50	415.00	15,147.50
Mittal, Rajit	Associate	0.20	545.00	109.00
Total (CAD)		82.70		60,876.50

Our Fees	60,876.50	
Fee discount to remove travel costs	(4,601.10)	
Total Fees	56,275.40	
GST @ 5.00%	2,813.77	
PST @ 7.00%	3,939.28	
TOTAL FEES & TAXES (CAD)		63,028.45

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Travel	5.00
Total Non-Taxable Disbursements	5.00

Taxable Disbursements

Accommodations	763.51
Travel	1,908.96
Meals	63.17
Total Taxable Disbursements	2,735.64
GST @ 5.00%	136.78
PST @ 7.00%	191.49
Total Taxable Disbursements & Taxes	3,063.91

TOTAL DISBURSEMENTS & TAXES (CAD)	3,068.91
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TOTAL FEES	56,275.40
TOTAL DISBURSEMENTS	2,740.64
TOTAL TAXES	7,081.32
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	66,097.36

This is Exhibit "C" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2208038
Date: August 08, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including August 07, 2023

Our Fees	20,173.00
GST @ 5.00%	1,008.65
PST @ 7.00%	1,412.11
TOTAL DUE (CAD)	22,593.76

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Matter No.: 054920-00006
Amount: **CAD 22,593.76**

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FEE DETAIL

Date	Name	Description	Hours
Aug-01-23	J. Birch	Call with A. Iqbal to discuss recognition application in the UK and then update the Monitor;	0.40
Aug-01-23	J. Birch	Review email from A. Iqbal and A. Gibert re draft KEIP letter; emails from and to M. Wentzell about the factors to approve a KEIP and whether these are likely to be satisfied in this case; call with F. Finn about analysis of potential KEIP; discuss SISP issues with J. Bornstein;	0.90
Aug-01-23	J. Birch	Emails from and to S. Selznick; provide Monitor with comments on the proposed list of purchasers;	0.20
Aug-01-23	J. Birch	Provide advice to B. Bando about preparing list of potential bidders;	0.20
Aug-01-23	J. Birch	Emails from Monitor and BRON counsel about Known Potential Bidders; review materials sent by BRON counsel about potential recognition proceedings in the UK and provide input to Monitor;	0.90
Aug-02-23	F. Finn	Attend call with Monitor regarding SISP and strategy; attend call with debtor company's counsel; multiple correspondence;	1.40
Aug-02-23	J. Birch	Prepare for and attend multi-issue videoconference with the Monitor; attend lengthy videoconference with BRON, its counsel, and the Monitor about the SISP, the sale of Americana, and required DIP Lender approval;	2.50
Aug-02-23	J. Birch	Emails from Monitor about SISP issues; email from counsel for financier of Americana film;	0.40
Aug-02-23	J. Birch	Call from M. Shakra about SISP issues and A. Gilbert request for a KEIP; email from M. Wentzell about sales process;	0.40
Aug-02-23	J. Birch	Emails from A. Gilbert and M. Wentzell about interested buyers; voicemail to M. Shakra about the SISP and a potential KEIP;	0.20
Aug-02-23	J. Birch	Prepare for and attend videoconference with J. Bornstein to discuss assistance with corporate issues such as CIM and draft Asset Purchase Agreement;	0.70
Aug-02-23	J. Birch	Emails from the Monitor about the SISP and other potential interested bidders; initial review of potential sale of BRON production; call from M. Wentzell about initial bidder interest received already;	0.80
Aug-02-23	J. Bornstein	Call with J Birch regarding file background; Analyze court materials regarding same;	2.80
Aug-02-23	J. Birch	Call with A. Iqbal about sales process; email to Monitor about the KEIP;	0.30
Aug-03-23	J. Birch	Respond to creditor enquiry about the scope of the CCAA stay; review latest draft of KEIP;	0.40
Aug-03-23	J. Birch	Videoconference with the Monitor to discuss the criteria for approval of a KEIP; videoconference with the Monitor, A. Iqbal and A. Gilbert about a potential KEIP; email to M. Shakra;	1.40

Date	Name	Description	Hours
Aug-03-23	J. Birch	Call with J. Zagar about entertainment law issues associated with the SISP; emails from and to B. Bando about bidder requests for amendments to NDA;	0.50
Aug-03-23	F. Finn	Attend call with Monitor regarding SISP and strategy; attend call with debtor company's counsel; multiple correspondence;	1.70
Aug-03-23	J. Bornstein	Analyze SISP and teaser; Emails with J Birch regarding NDA comments; Emails and call with N Geary re same and file background; Analyze NDA; Respond to NDA comments from Boat Rocker; Respond to NDA comments from SFM; Emails with MT and GT teams regarding same;	4.80
Aug-04-23	J. Birch	Review DIP drawdown request; consider timing of cash flow statements in response to request from BRON;	0.20
Aug-04-23	J. Birch	Emails from A. Purna about the amount of debt owing by the Petitioners;	0.20
Aug-04-23	J. Birch	Emails from multiple counsel in litigation against CW and Bron outlining their position on the scope of the CCAA stay; emails from and to counsel for a potential bidder;	0.30
Aug-04-23	F. Finn	Multiple correspondence;	0.10
Aug-05-23	J. Birch	Review email from Wonder Hill Studios; review term sheet sent by Monica Faheim; consider conflicting positions about whether the Solitary film has been sold and discuss with Mark Wentzell; email to Miller Thomson LLP seeking more information about the sale of Solitary	0.70
Aug-06-23	J. Birch	Email from the Monitor; review the confidential information memorandum (draft version) and provide comments to the Monitor	1.50
Aug-07-23	J. Bornstein	Emails with Grant Thornton and Miller Thomson teams regarding NDAs with interested parties; Analyze and comment on same;	0.40
Aug-07-23	J. Birch	Email from Monica Faheim; review revised term sheet prepared by BRON about the production "Solitary"; follow up with Monica Faheim about differing terms in the various communications with Wonder Hill about Solitary	0.40

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	13.50	990.00	13,365.00
Bornstein, Jeremy	Partner	8.00	685.00	5,480.00
Finn, Forrest	Associate	3.20	415.00	1,328.00
Total (CAD)		24.70		20,173.00

Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 4 of 4
Invoice No: 2208038
Matter No. 054920-00006

Our Fees	20,173.00	
GST @ 5.00%	1,008.65	
PST @ 7.00%	1,412.11	
TOTAL FEES & TAXES (CAD)		22,593.76
TOTAL FEES	20,173.00	
TOTAL TAXES		2,420.76
TOTAL FEES & TAXES (CAD)		22,593.76

This is Exhibit "D" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.



Commissioner for Taking Affidavits (or as may be)
Kiyon Jamal, LSO #: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2208716
Date: August 15, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including August 14, 2023

Our Fees	21,396.50
GST @ 5.00%	1,069.83
PST @ 7.00%	1,497.75
TOTAL DUE (CAD)	23,964.08

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Account No.: 0073911
Swift Code: NOSCCATT
ABA No.: 026002532

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Suite 3200, Bay Adelaide Centre - North Tower
40 Temperance St., Toronto, ON, M5H 0B4 Canada

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matter #

Invoice No: 2208716
Matter No.: 054920-00006

Amount: CAD 23,964.08

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Cassels Brock Blackwell LLP | cassels.com

Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL

Date	Name	Description	Hours
Aug-03-23	N. Geary	Call with J. Bornstein; review of materials.	0.60
Aug-08-23	F. Finn	Attend call with Monitor; multiple correspondence; review SISP materials;	0.80
Aug-08-23	J. Birch	Emails from M. Wentzell about status of SISP;	0.20
Aug-08-23	J. Birch	Videoconference with the Monitor about the SISP, potential sales outside the SISP, and UK recognition proceeding; call to potential US counsel for the Monitor; follow-up with BRON counsel about UK proceedings; voicemail to D. Ward;	1.10
Aug-08-23	J. Bornstein	Analyze and comment on RCM NDA; Emails with Cassels, Grant Thornton and Miller Thomson teams re same;	1.90
Aug-09-23	F. Finn	Multiple correspondence; update service list;	0.20
Aug-09-23	J. Birch	Consider BRON request to change cash flow reporting dates, including review of CCAA and ARIO; provide input to Monitor; review objection from creditor of National Anthem and update BRON's Canadian and US counsel;	1.10
Aug-09-23	J. Birch	Multiple emails from E. Golden and counsel for Bayshore about Bayshore action and extent of CCAA stay; call with A. Iqbal about service of US creditors and response to Hercules objection; email to US counsel for BRON;	0.60
Aug-09-23	J. Birch	Multiple emails from and to the Monitor and counsel for BRON and the DIP Lender about Hercules objections to priority for the DIP loan;	0.40
Aug-09-23	J. Birch	Call with potential US counsel for the Monitor;	0.30
Aug-10-23	J. Bornstein	Analyze and comment on non-disclosure agreements; Emails with Miller Thompson and Grant Thornton team re same;	2.10
Aug-10-23	J. Birch	Emails to A. Iqbal about ensuring that key US stakeholders are added to the CCAA service list;	0.30
Aug-10-23	J. Birch	Emails with Monitor about request for access to "Nicki" production and follow-up voicemail to M. Shakra;	0.30
Aug-10-23	J. Birch	Multiple emails about SISP; respond to William Morris question about sealing of WME letter about the sale of Americana;	0.30
Aug-11-23	J. Birch	Multiple emails to and from Monitor and several stakeholders regarding addition to service list; email from Mark Wentzell about WME CAMA	0.40
Aug-11-23	J. Bornstein	Analyze and comments on Shamrock NDA; Emails with Miller Thomson team re same; Emails with Grant Thornton team regarding response to SI Capital enquiry;	1.10
Aug-11-23	J. Birch	Call with M. Wentzell to update him about CAMA issues and request for access to Niki episodes;	0.50
Aug-11-23	J. Birch	Lengthy videoconference with D.J. Miller and A. Iqbal about WME's asserted rights under various CAMAs;	1.00
Aug-11-23	J. Birch	Contact the Monitor about bank information requested by counsel for William Morris Endeavor; review potential fee	1.10

Date	Name	Description	Hours
		allocation methodology and provide comments to the Monitor; email from Monitor about information about Media Res needed for the SISP; consider protective measures regarding BRON executive that wants to submit an LOI;	
Aug-12-23	J. Birch	Review CAMA and distribution agreement with WME for Americana film; call with David Ward regarding CAMA issues	0.40
Aug-13-23	J. Birch	Call from Brian Koscak and Richard of Creative Wealth to discuss their position regarding the WME claim under the CAMA	0.60
Aug-13-23	J. Birch	Review Stephen Selznick comments on WME agreement and associated CAMA and then have call with Stephen Selznick to discuss Monitor's position on WME objection to priority for DIP Loan	0.30
Aug-13-23	J. Birch	Consider proposal to resolve dispute with WME that DIP Lender proposed, discuss with Mark Wentzell, and obtain instructions	0.40
Aug-13-23	S. Selznick	Emails with John Birch; review and consider WME sales representation agreement and CAMA agreement; draft and revise lengthy email to John Birch concerning same and WME priority position; follow up telephone call with John Birch to discuss;	1.60
Aug-14-23	J. Birch	Email from counsel for MGM seeking clarification about potential agreement with BRON that was never signed; emails from and to Monitor about CAMA issue; emails from and to counsel for WME and the DIP Lender about the priority of the DIP Charge relative to the CAMA structure;	0.40
Aug-14-23	J. Birch	Attend (by video) US Chapter 15 final recognition hearing; report to Monitor by email;	1.70
Aug-14-23	J. Birch	Review proposed DIP Lender terms relative to WME; discuss terms with M. Wentzell and obtain instructions; email from and to M. Shakra and C. McCord about August 14 US hearing; review statistics about SISP and number of potential bidders;	0.70
Aug-14-23	J. Birch	Call from Cameron McCord about U.S. hearing today; review response to objection in Chapter 15 proceeding; prepare submissions for hearing;	1.30
Aug-14-23	S. Selznick	Emails to and from John Birch concerning perfection of WME interest if it were a security interest in CAMA funds;	0.20
Aug-14-23	J. Bornstein	Emails with Miller Thomson and Grant Thornton teams regarding NDAs; Analyze and comments on BDC NDA;	1.00
Aug-14-23	J. Birch	Videoconference with the Monitor about adding film clips to the data room, the process for meetings with potential purchasers, MGM issues, and a review of the CAMA; note to file;	0.60
Aug-14-23	J. Birch	Emails with Monitor and J. Bornstein about NDA with potential purchaser; review situation regarding potential	0.50

Date	Name	Description	Hours
		MGM projects and email B. Bando about a potential sale;	

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Geary, Nicola	Partner	0.60	870.00	522.00
Birch, John N.	Partner	14.50	990.00	14,355.00
Selznick, Stephen	Partner	1.80	1,070.00	1,926.00
Bornstein, Jeremy	Partner	6.10	685.00	4,178.50
Finn, Forrest	Associate	1.00	415.00	415.00
Total (CAD)		24.00		21,396.50

Our Fees	21,396.50	
GST @ 5.00%	1,069.83	
PST @ 7.00%	1,497.75	
TOTAL FEES & TAXES (CAD)		23,964.08

TOTAL FEES	21,396.50
TOTAL TAXES	2,567.58
TOTAL FEES & TAXES (CAD)	23,964.08

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2208038	08/08/23	22,593.76	0.00	22,593.76
2208716	08/15/23	23,964.08	0.00	23,964.08
Total (CAD)		46,557.84	0.00	46,557.84

This is Exhibit "E" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.



Commissioner for Taking Affidavits (or as may be)

Kiyon Samal, LSO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2209494
Date: August 22, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including August 21, 2023

Our Fees	42,758.50
GST @ 5.00%	2,137.93
PST @ 7.00%	2,993.09
TOTAL DUE (CAD)	47,889.52

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Transit No.: 47696
Account No.: 0073911
Swift Code: NOSCCATT
ABA No.: 026002532

Cheque Payments:

Cassels Brock & Blackwell LLP
Finance & Accounting (Receipts)
Suite 3200, Bay Adelaide Centre - North Tower
40 Temperance St., Toronto, ON, M5H 0B4 Canada

Online Bill Payments:

Vendor name is **Cassels Brock Blackwell LLP** and
you are required to enter the first six digits of the
matter #

Invoice No: 2209494
Matter No.: 054920-00006
Amount: **CAD 47,889.52**

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Cassels Brock Blackwell LLP | cassels.com

Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL

Date	Name	Description	Hours
Aug-15-23	S. Selznick	Email from John Birch; review and consider CV from potential restructuring officer candidate; review online references for that restructuring officer candidate; email to John Birch with comments and suggested alternate candidates;	0.40
Aug-15-23	J. Bornstein	Analyze National Anthem CAMA; Emails with S Fernandes and call with J Birch re same; Emails with Grant Thornton and Miller Thomson teams regarding NDAs;	1.50
Aug-15-23	J. Bornstein	Analyze and comment on NDAs; Emails with Miller Thomson and Grant Thornton teams re same;	0.50
Aug-15-23	J. Birch	In the late evening, consider preference issues raised by US counsel and provide recommendation to the Monitor;	0.30
Aug-15-23	J. Birch	Email from Mark Wentzell about scope of stay relating to litigation; consider email and respond	0.20
Aug-15-23	J. Birch	Emails from B. Bando and M. Wentzell about possible CRO appointment; review resume of potential CRO and provide comments to Monitor; seek S. Selznick input on CRO; consider timing and process for CRO selection and appointment;	0.90
Aug-15-23	J. Birch	Follow-up with Monitor about status of SISP;	0.20
Aug-15-23	J. Birch	Review MGM-related issues and the extent to which certain productions can be marketed in the SISP;	0.70
Aug-15-23	J. Birch	Consider alternatives to hiring CRO and whether there are appropriate consultants that BRON could retain to assist the SISP; provide recommendation to the Monitor;	0.20
Aug-15-23	J. Birch	Further consider CAMA issue and discuss with J. Bornstein so that he can do a formal analysis;	0.40
Aug-16-23	J. Bornstein	Emails with Miller Thomson and Grant Thornton team regarding NDAs;	0.10
Aug-16-23	J. Bornstein	Call with S Fernandes regarding CAMA analysis;	0.40
Aug-16-23	J. Birch	Emails from E. Golden and M. Wentzell; consider potential preference issues relating to BRON Creative USA Corp. and email counsel for the petitioners and US counsel about next steps to analyze the preference issue;	0.90
Aug-16-23	J. Birch	Emails from and to the Monitor and counsel for J. Richardson and NIKINK Holdings regarding the scope and application of the CCAA stay to the pending application;	0.50
Aug-16-23	J. Birch	Review draft terms between WME and the DIP Lender relating to the CAMA;	0.40
Aug-16-23	J. Birch	Email from E. Golden; videoconference with A. Iqbal about MGM position regarding Blacula and the Slate 1 films; prepare email to E. Golden outlining the Monitor's position;	0.60
Aug-16-23	S. Fernandes	Review key contracts; call with J. Bornstein re issues to research; research case law re DIP priority to interests of other beneficiaries;	5.30
Aug-17-23	J. Bornstein	Analyze NDAs; Emails with Cassels team re same; Call with	1.70

Date	Name	Description	Hours
		N Geary re same; Email with Miller Thomson team re same and other NDAs;	
Aug-17-23	J. Bornstein	Analyze CAMA; Emails with S Fernandes re same and analyze legal research re same; Call with J Birch re same;	1.50
Aug-17-23	J. Birch	Review draft produce agreement and side letter for the Blacula production; provide input to the Monitor about BRON's interest in Blacula; email to A. Iqbal about Blacula;	0.80
Aug-17-23	J. Birch	Update from S. Selznick about production loan-out agreement on Blacula matter; multiple emails with A. Iqbal about other production agreements; respond to E. Golden email about Blacula;	0.50
Aug-17-23	J. Birch	Call with J. Bornstein about analysis of CAMA and associated agreement to determine whether DIP charge has priority; report to Monitor;	0.50
Aug-17-23	J. Birch	Update Monitor about potential US legal advice;	0.30
Aug-17-23	J. Birch	Consider WME-DIP Lender agreement; email to WME's counsel about the position of the Monitor regarding the agreement;	0.40
Aug-17-23	J. Birch	Review and revise latest draft of WME agreement with DIP Lender; discuss agreement with J. Foster; email to DJ Miller;	1.00
Aug-17-23	J. Birch	Email to the Monitor about entertainment law issue and what BRON is selling in the SISP;	0.20
Aug-17-23	J. Birch	Emails from and to Monitor about entertainment law issues arising in the SISP;	0.40
Aug-17-23	J. Birch	Lengthy call with DIP Lender representative about priority of DIP Charge relating to Americana;	0.60
Aug-18-23	J. Bornstein	Analyze and comment on NDAs; Emails with Grant Thornton and Miller Thomson team re same; Emails with Cassels and Miller Thomson and Bennett Jones teams regarding Monkeyman Agreements;	0.40
Aug-18-23	J. Birch	Email from B. Bando about possible consultant to assist with the sales process; consider engagement of US counsel and email Monitor;	0.30
Aug-18-23	J. Birch	Emails from E. Golden and J. Buhlman about scope of CCAA stay and whether to obtain a case conference in certain ongoing litigation; emails about Netflix acknowledgment; review Netflix acknowledgment (draft);	0.60
Aug-18-23	J. Birch	Further emails about Netflix acknowledgment; email from J. Foster; review one draft NOA and consider protocols about access to information; review data room information;	1.90
Aug-18-23	J. Birch	Prepare for and attend lengthy videoconference with S. Selznick, B. Bando, M. Wentzell and F. Finn about SISP, data room contents, potential use of a consultant, and entertainment industry practices relevant to the SISP;	2.00
Aug-18-23	J. Birch	Respond to J. Foster email about protective steps in the SISP and whether there can be direct contact with A. Davids;	0.20
Aug-18-23	J. Birch	Prepare for and attend videoconference with counsel for	0.60

Date	Name	Description	Hours
Aug-18-23	S. Selznick	the DIP Lender and his client about the SISP and WME's position regarding the priority of the DIP Charge; Review materials from Monitor and initial look at documents in Virtual Data Room; prepare and attend telephone conference with Grant Thornton to discuss same and missing information;	2.00
Aug-18-23	J. Bornstein	Analyze NDAs and emails with Grant Thornton and Miller Thomson team re same; Emails with J Birch, Miller Thomson and Grant Thornton team re Monkeyman Agreements;	0.40
Aug-18-23	F. Finn	Strategize regarding data room and sales process; attend call with Monitor regarding same; attend call with Monitor regarding engagement of consultant to assist with sales process; review correspondence;	1.90
Aug-19-23	J. Birch	Review proposed protective measures relating to management participation in the SISP and provide list of additional terms to the Monitor	0.40
Aug-19-23	J. Bornstein	Emails with Grant Thornton team regarding NDA; Initial review of Monkeyman agreements;	0.20
Aug-20-23	S. Selznick	Review various production, financing and tax credit documents posted in the Virtual Data Room;	1.50
Aug-21-23	S. Fernandes	Review and summarize License Agreements and Amendments, Payment Agreement and Escrow Agreement;	1.70
Aug-21-23	S. Selznick	Detailed review of VDR data room material.; prepare for and attend telephone conference with Monitor and Bron representative;	3.80
Aug-21-23	S. Selznick	Emails from Anne to Loeb & Loeb concerning clearing of conflicts for anticipated assistance with California law;	0.50
Aug-21-23	J. Birch	Email from M. Cressatti; review draft Netflix acknowledgement; review Netflix agreements for Monkey Man and consider attachment of DIP charge;	0.70
Aug-21-23	J. Birch	Review documents in data room and consider scope and extent of potential buyer interest;	3.50
Aug-21-23	J. Bornstein	Instructions to S Fernandes re Monkeyman agreements; Email with J Birch re acknowledgement re same; Emails to Miller Thomson team regarding NDAs;	0.50
Aug-21-23	J. Birch	Email from F. Finn; review and revise draft Consulting Agreement for industry expert to assist the Monitor;	0.80
Aug-21-23	J. Birch	Email from S. Selznick; review detailed guidance document provided by S. Selznick about film industry revenue and profit metrics; review S. Selznick comments about additional information to be added to the data room;	1.00
Aug-21-23	J. Birch	Videoconference with S. Selznick, the Monitor, and Brad (from BRON) about other financial data that may be available and which should be added to the data room; follow-up email to S. Selznick;	1.10
Aug-21-23	J. Birch	Email from Jones & Walden about recognition order; review August 14 US order and update the Monitor;	0.30

Date	Name	Description	Hours
Aug-21-23	F. Finn	Draft consulting agreement; draft non-disclosure agreement; review correspondence; multiple correspondence;	5.20

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Selznick, Stephen	Partner	8.20	1,070.00	8,774.00
Bornstein, Jeremy	Partner	7.20	685.00	4,932.00
Birch, John N.	Partner	23.40	990.00	23,166.00
Fernandes, Stephanie	Associate	7.00	420.00	2,940.00
Finn, Forrest	Associate	7.10	415.00	2,946.50
Total (CAD)		52.90		42,758.50

Our Fees	42,758.50	
GST @ 5.00%	2,137.93	
PST @ 7.00%	2,993.09	
TOTAL FEES & TAXES (CAD)		47,889.52

TOTAL FEES	42,758.50
TOTAL TAXES	5,131.02
TOTAL FEES & TAXES (CAD)	47,889.52

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2208716	08/15/23	23,964.08	0.00	23,964.08
2209494	08/22/23	47,889.52	0.00	47,889.52
Total (CAD)		71,853.60	0.00	71,853.60

This is Exhibit "F" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO #: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2210164
Date: August 29, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including August 28, 2023

Our Fees	53,032.00
Disbursements	28.50
Total Fees and Disbursements	53,060.50
GST @ 5.00%	2,653.03
PST @ 7.00%	3,714.23
TOTAL DUE (CAD)	59,427.76

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Finance & Accounting (Receipts)
Suite 3200, Bay Adelaide Centre - North Tower
40 Temperance St., Toronto, ON, M5H 0B4 Canada

Online Bill Payments:

Vendor name is **Cassels Brock Blackwell LLP** and
you are required to enter the first six digits of the
matter #

Invoice No: 2210164
Matter No.: 054920-00006
Amount: **CAD 59,427.76**

e-Transfer Payments: payments@cassels.com

Credit Card Payments: payments.cassels.com

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Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL			
Date	Name	Description	Hours
Aug-22-23	J. Bornstein	Analyze and comment on NDAs; Emails with Cassels team re same; Emails with Miller Thomson and Grant Thornton teams re same;	0.90
Aug-22-23	F. Finn	Draft consulting agreement; correspond with D. Kupetz, counsel to proposed consultant;	0.50
Aug-22-23	S. Selznick	Follow up telephone conferences with Loeb & Loeb and emails with John Birch concerning WME claims under the CAMA;	0.80
Aug-22-23	J. Birch	Email from D.J. Miller; consider WME questions about carve-out under the CAMA and respond to D.J. Miller;	0.20
Aug-22-23	J. Birch	Email from C. McCord; review PictureStart information that will be posted to the data room;	0.50
Aug-22-23	J. Birch	Review Netflix agreements with Kid Unknown; review draft acknowledgement; consider scope of DIP Charge relative to Netflix security; videoconference with A. Iqbal; email update to Monitor;	0.80
Aug-22-23	J. Birch	Follow-up on August 21 discussion with S. Selznick about additional information to be obtained for the data room; email from M. Wentzell about documents to be obtained from Creative Wealth;	0.30
Aug-22-23	J. Birch	Provide input to the Monitor about additional information for the data room and how to review BRON bank records;	0.40
Aug-22-23	J. Birch	Call from M. Shakra about Netflix request for acknowledgment regarding Monkey Man film; prepare next draft of confidentiality agreement for consultant to be retained by the Monitor; review and revise consulting agreement with BKJ; provide input to Monitor about consulting agreement;	2.10
Aug-22-23	J. Birch	Email to S. Selznick about engagement of US counsel to consider priority issues under California law;	0.10
Aug-22-23	F. Finn	Draft confidentiality agreement for engagement of consultant; correspond with M. Wentzell and B. Brando with the Monitor;	0.50
Aug-23-23	F. Finn	Correspond with counsel to the Petitioners; review correspondence with counsel to the Petitioners; draft non-disclosure agreement; draft confidentiality agreement;	0.20
Aug-23-23	J. Birch	Emails from and to Monitor about finalizing agreement to retain a consultant to assist with the SISF;	0.20
Aug-23-23	J. Birch	Call from D. Ward about Caitlin Fell letter; assess additional information needed from Wonder Hill about the Solitary film; lengthy email to Caitlin Fell;	1.00
Aug-23-23	J. Birch	Consider WME position and exchange emails with A. Iqbal;	0.30
Aug-23-23	J. Birch	Call from Creative Wealth representative about status of Gossamer game;	0.20
Aug-23-23	J. Birch	Further assess Netflix issues associated with Monkey Man and conduct email correspondence with A. Iqbal; call from	1.70

Date	Name	Description	Hours
		Creative Wealth representative about sales process; review letter from counsel for Wonder Hill; consider status of licensing agreement for Solitary;	
Aug-23-23	J. Bornstein	Emails with Miller Thomson and Grant Thornton team regarding NDAs; Analyze and comment on NDAs;	0.70
Aug-23-23	J. Birch	Emails with consultant and his counsel about NDA terms;	0.20
Aug-23-23	J. Birch	Email from B. Bando; review film slate agreements and consider possible resulting restrictions in the SISP;	0.90
Aug-23-23	J. Birch	Emails from and to counsel for a potential bidder about the NDA and SISP deadlines; provide SISP information to US counsel for a bidder;	0.30
Aug-23-23	J. Birch	Prepare for and attend videoconference with Monitor about numerous issues including the SISP, priority of the DIP charge, selling film slates, security review, and engagement of a consultant;	1.60
Aug-23-23	S. Selznick	Prepare for and attend conference call with monitor to discuss due diligence matters to date; communications with Loeb& Loeb to discuss potential conflicts; telephone communications with John Birch in that regard; emails and telephone communications with Peter Dekom to clear conference and discuss potential engagement for discrete US legal matters;	3.60
Aug-23-23	S. Fernandes	Review instructions to summarize LOIs and bids received;	0.10
Aug-24-23	J. Bornstein	Analyze and comment on NDAs; Emails with Grant Thornton and Miller Thomson teams re same; Emails with B Kavanagh-Jones and Grant Thornton and Miller Thomson teams regarding consulting agreement; Instructions to S Fernandes regarding LOI summary template;	2.70
Aug-24-23	S. Fernandes	Review SISP; prepare checklist summarizing SISP LOI requirements; draft document for bids received;	1.20
Aug-24-23	F. Finn	Correspond with counsel to the Petitioners; review correspondence with counsel to the Petitioners; draft non-disclosure agreement for prospective consultant; draft consulting agreement for same;	0.90
Aug-24-23	J. Birch	Recap next steps regarding the SISP with the Monitor; outline proposed extended dates for the SISP;	0.70
Aug-24-23	J. Birch	Lengthy call from B. Koscak and R. McConnell about CW issues as stakeholder;	0.90
Aug-24-23	S. Selznick	Prepare for and attend conference call with CWML and monitor with counsel to discuss due diligence disclosure and potential revenue streams on BRON continuing entitlements; emails from and to John Birch in that regard; review and consider 6 CWML co-financing agreements and supporting guarantees for slate productions to determine confidentiality provisions, if any, and emails at length to John Birch concerning same;	3.50
Aug-24-23	J. Birch	Review summaries of revenue from certain productions; provide input to Monitor about BRON posting of documents	0.80

Date	Name	Description	Hours
		to the data room;	
Aug-24-23	J. Birch	Review sample film slate agreements provided by Monitor and consider confidentiality issues associated with their inclusion in the data room;	0.30
Aug-24-23	J. Birch	Follow-up regarding SISP including assessment of potential extension timelines, consideration of additional documents for data room, and review of how film slates should be marketed; provide advice to Monitor;	0.50
Aug-24-23	J. Birch	Lengthy videoconference among Cassels, Monitor, CW, and its counsel about SISP issues and information requested from CW;	1.60
Aug-24-23	J. Birch	Request security package from DW so that its security can be vetted; review and attempt to address current SISP issues;	0.40
Aug-24-23	J. Birch	Emails from and to Monitor and K. Esaw about the Guilds' potential rights in any sales transactions; review status of Blacula, including draft producer agreement and update the Monitor;	0.70
Aug-24-23	J. Birch	Emails from and to Jesse Cooper about confidentiality of documents in the data room;	0.10
Aug-24-23	J. Birch	Email to Jeremy Bornstein about review of draft Asset Purchase Agreement and the upcoming security review process	0.10
Aug-25-23	J. Birch	Emails with counsel for BRON and the stakeholders about extension of SISP process; address potential removal of assets from SISP where they are likely to have no realizable value; prepare request to CW for further information about productions and likely realizations;	1.20
Aug-25-23	J. Birch	Discussion with M. Wentzell about Netflix enquiry about the DIP charge and retention of US counsel for Monitor; seek BRON approval for amendment to SISP timeline;	0.40
Aug-25-23	J. Birch	Call with M. Wentzell about marketing of film slates and BRON right to residual proceeds;	0.20
Aug-25-23	J. Birch	Review information from BRON about the rights being sold for each production and respond to Monitor; review confidentiality provision information provided by BRON and respond; review proposed list of issues for US counsel to the Monitor to consider; respond to letter from counsel for Hercules;	1.60
Aug-25-23	J. Bornstein	Analyze and comments on NDAs; Emails with Grant Thornton and Miller Thomson teams re same; Analyze APA; Emails and call with J Birch regarding security review; Emails with S Fernandes regarding LOI summaries; Analyze and revise same and email to J Birch re same;	3.20
Aug-25-23	J. Birch	Videoconference with J. Bornstein about security review process;	0.30
Aug-25-23	S. Fernandes	Review LOI checklist; coordinate with B. Nasri to update checklist into Excel format; review Excel checklist of LOI	0.60

Date	Name	Description	Hours
		requirements;	
Aug-25-23	J. Birch	Send LOI checklist to the Monitor for review;	0.10
Aug-25-23	J. Birch	Emails from and to counsel for Netflix;	0.10
Aug-25-23	J. Birch	Videoconference with proposed US counsel for the Monitor about security review and consideration of legal arguments made by WME and Hercules;	0.70
Aug-25-23	F. Finn	Draft consulting agreement regarding engagement of independent consultant to assist with SISP; draft non-disclosure agreement regarding same; correspond with prospective consultant and their counsel;	0.30
Aug-25-23	J. Birch	Calls to M. Tallim about security review; email initial documents for security review to M. Tallim;	0.30
Aug-25-23	S. Selznick	Preliminary review of draft a APA and emails in that regard;	1.00
Aug-25-23	S. Selznick	Prepare for and attend conference call with California Council to discuss their potential engagement and scope of the retainer for analyzing WME and Hercules allegations of trust carveout from BRON estate revenues, and concerning California security searches;	1.40
Aug-25-23	S. Selznick	Emails to monitor concerning CWML claims of entitlement to cross collateralization of revenues against expenses from other projects;	0.50
Aug-26-23	J. Bornstein	Analyze and comments on APA; Email to N Geary re same; Analyze and comment on NDA and email to Miller Thomson team re same; Emails with J Birch regarding security review;	2.70
Aug-26-23	J. Birch	Email to Asim Iqbal about marketing of Nicki in the SISP and make proposal about how to deal with confidential information issue	0.20
Aug-26-23	J. Birch	Further emails from and to the Monitor about ability to provide confidential documents to Potential Purchasers; review relevant terms of SISP order	0.30
Aug-26-23	J. Birch	Email from Caitlin Fell; initial review of letter outlining Wonder Hill arguments about why it asserts that it has a binding deal for Solitary; email to Caitlin Fell about next steps	0.40
Aug-26-23	J. Birch	Review agreements relating to Nicki production; consider confidentiality provisions and terms of SISP order and email the Monitor; review S. Selznick comments about the sale of Nicki and provide input to the Monitor about the data room contents relating to Nicki	0.90
Aug-26-23	S. Selznick	Review and considered Miller Thomson analysis of confidentiality obligations under Warner distribution agreement and court order; review Warner distribution agreement and Menaj distribution agreement and emails to John Birch in that regard;	1.00
Aug-26-23	F. Finn	Correspond with counsel to Petitioners; correspond with counsel to proposed consultant;	0.20
Aug-27-23	J. Bornstein	Emails with Miller Thomson and Grant Thornton teams	0.20

Date	Name	Description	Hours
Aug-28-23	J. Birch	regarding NDAs; Consider comments on form of APA; Email from B. Bando; consider marketing of several productions and review CIM information; email to BKJ about assistance with the sales process;	0.50
Aug-28-23	J. Birch	Review Monkey Man agreements and prepare for call with counsel for Netflix; videoconference with D. Ward, A. Iqbal and V. Rubenstein (counsel for Netflix) about process to confirm payment for Monkey Man can be made;	1.00
Aug-28-23	J. Birch	Emails from S. Selznick; consider what security HBO obtained over the "Nicki" series;	0.30
Aug-28-23	J. Birch	Prepare for and send to C. Fell a request for further information about the Wonder Hill claim that a licensing agreement exists;	0.50
Aug-28-23	J. Birch	Review letter from C. Fell; review over 100 pages of documents that Wonder Hill relies on to assert that a distribution agreement relating to "Solitary" is in effect; emails from and to A. Iqbal about HBO agreement to distribute "Nicki" series;	1.30
Aug-28-23	J. Bornstein	Emails with Cassels team regarding APA; Analyze same; Email to Miller Thomson team re same; Emails regarding assets for sale and documents in data room with Grant Thornton and Cassels teams; Analyze ACF comments and emails with Grant Thornton and Miller Thomson team re same;	0.60
Aug-28-23	T. Ho	Considering instructions from BRON on security review in Canada, perusal and consideration of the preliminary summary of BRON Media Corp and Creative Wealth Memorandum..	1.00
Aug-28-23	J. Birch	Email from counsel for the DIP Lender regarding confidentiality concerns relating to the Co-Finance Agreement for the WB1 film slate and regarding the position of the DIP Lender about whether residual rights to slate films can be sold individually; intensive review of BRON corporate structure, the Co-Finance Agreement, and the Non-Disclosure Agreements and send detailed recommendations to the Monitor; email to Asim Iqbal to set up a call about the position of the DIP Lender	1.10
Aug-28-23	J. Birch	Review Jeremy Bornstein comments on draft Asset Purchase Agreement for SISP and provide further comments	0.40
Aug-28-23	J. Birch	Review emails from J. Foster and C. McCord about getting documents about MediaRes to include in the date room;	0.30
Aug-28-23	S. Selznick	Review and comment on draft APA and emails from them to Jeremy Bornstein and John Birch and from client with respect to claims and Bron assets	1.70

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Bornstein, Jeremy	Partner	11.00	685.00	7,535.00
Birch, John N.	Partner	29.00	990.00	28,710.00
Selznick, Stephen	Partner	13.50	1,070.00	14,445.00
Fernandes, Stephanie	Associate	1.90	420.00	798.00
Finn, Forrest	Associate	2.60	415.00	1,079.00
Ho, Tracey	Associate	1.00	465.00	465.00
Total (CAD)		59.00		53,032.00

Our Fees	53,032.00	
GST @ 5.00%	2,651.60	
PST @ 7.00%	3,712.23	
TOTAL FEES & TAXES (CAD)		59,395.83

DISBURSEMENT SUMMARY

Taxable Disbursements

Copies	28.50
Total Taxable Disbursements	28.50
GST @ 5.00%	1.43
PST @ 7.00%	2.00
Total Taxable Disbursements & Taxes	31.93

TOTAL DISBURSEMENTS & TAXES (CAD)	31.93
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TOTAL FEES	53,032.00
TOTAL DISBURSEMENTS	28.50
TOTAL TAXES	6,367.26
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	59,427.76

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2209494	08/22/23	47,889.52	0.00	47,889.52
2210164	08/29/23	59,427.76	0.00	59,427.76
Total (CAD)		107,317.28	0.00	107,317.28

This is Exhibit "G" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2210697
Date: September 05, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including September 04, 2023

Our Fees	57,070.00
Disbursements	47.00
Total Fees and Disbursements	57,117.00
GST @ 5.00%	2,855.85
PST @ 7.00%	3,998.19
TOTAL DUE (CAD)	63,971.04

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Finance & Accounting (Receipts)
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40 Temperance St., Toronto, ON, M5H 0B4 Canada

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Invoice No: 2210697
Matter No.: 054920-00006
Amount: **CAD 63,971.04**

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FEE DETAIL

Date	Name	Description	Hours
Aug-08-23	N. Geary	Review and comment on NDA.	0.60
Aug-17-23	N. Geary	Review and comment on draft NDA.	0.70
Aug-22-23	N. Geary	Review and comment on confidentiality agreement.	0.60
Aug-28-23	N. Geary	Review and comment on form of APA.	1.50
Aug-28-23	M. Tallim	reviewing Bennett Jones / Grant Thornton memos summarizing security & assets;	1.60
Aug-28-23	S. Selznick	Review additional postings by monitor in the VDR with respect to film and television earnings and expectations and waterfalls;	2.40
Aug-29-23	J. Birch	Videoconference with A. Iqbal about ability to sell proceeds of individual films in the WB1 slate; email to Monitor outlining the analysis of how film slates can be sold in the SISF;	0.60
Aug-29-23	M. Tallim	call with T. Ho discussing structure of review; e-mails to J. Birch re same; reviewing Bennett Jones security summaries;	0.40
Aug-29-23	S. Selznick	Review emails from John Birch to client; review and consider emails from Greenberg Glusker with respect to security package held by Hercules in national anthem; review and consider loan and security agreement and two amendments to it, CAMA and copyright, mortgage, and exhibits; email to John Birch in that regard;	1.80
Aug-29-23	T. Ho	Discussions around security review, considering security structure, org chart and indebtedness structure. Detail further review of the security summary prepared by Bennett Jones and prepare outstanding initial question list.	2.90
Aug-29-23	J. Bornstein	Emails and call with Miller Thomson team regarding APA and analyze same; Emails with Cassels team regarding CAMA and Hercules loan and security documents; Emails with Miller Thomson team and Cassels team regarding NDAs;	0.80
Aug-29-23	J. Birch	Videoconference with the Monitor, and counsel for the DIP Lender and BRON about status of Media Res agreement to buy back interest from BRON;	0.60
Aug-29-23	J. Birch	Email from Monitor; consider Media Res agreement and failure to pay for shares;	0.40
Aug-29-23	J. Birch	Review Transactions and Settlement Agreement, consider failure of Media Res to undertake additional closings; provide input to counsel for BRON and seek additional information;	0.50
Aug-29-23	J. Birch	Emails from BJK about review and data room information;	0.30
Aug-29-23	J. Birch	Email from M. Tallin; provide M. Tallin and T. Ho information that will be needed for the security review; follow-up with counsel for DW to obtain copies of loan and security documents;	0.60
Aug-29-23	J. Birch	Review US pleadings forwarded by M. Shakra and consider whether there is any effect on the CCAA proceedings;	0.30

Date	Name	Description	Hours
Aug-29-23	J. Birch	Numerous emails from the Monitor and counsel for BRON about VAT obligation of BRON Releasing UK Ltd.; consider request for payment of VAT out of the DIP loan and provide recommendation to the Monitor;	0.60
Aug-29-23	J. Birch	Email from T. Jeffries about Hercules debt and security; consider issues raised by T. Jeffries and respond;	0.60
Aug-29-23	J. Birch	Review letter from Three Point Capital about tax credits;	0.20
Aug-29-23	J. Birch	Review Notice of Appeal of Hercules in the Chapter 15 proceedings;	0.20
Aug-29-23	J. Birch	Follow-up with BRON counsel to obtain more information about BRON Creative USA Corp. holdings;	0.40
Aug-29-23	J. Birch	Videoconference with Monitor and counsel for DIP Lender about Monitor's position regarding sale of WB1 film slate;	0.40
Aug-29-23	J. Birch	Initial review of Hercules security documents provided by T. Jeffries;	0.30
Aug-30-23	J. Birch	Videoconference with F. Finn about SISP, fee approval motion, and scheduling of sale approval application;	0.40
Aug-30-23	J. Birch	Call from D. Ward about preference issues involving certain US debtors;	0.20
Aug-30-23	J. Birch	Consider information provided by BRON about MediaRes failure to give notice or do further closings of the agreement after its Initial Closing; seek clarification from counsel for BRON about what interest in MediaRes is being sold;	0.20
Aug-30-23	M. Tallim	e-mails to Bennett Jones requesting CW docs;	0.20
Aug-30-23	T. Ho	Review loan agreement from CWMLL, loan agreement from CWMF, loan agreement from Access Capital. Review security documents of such loans and advising the debt structure and summary of BRON loans.	5.70
Aug-30-23	F. Finn	Research jurisprudence regarding approval of fees and activities of Monitor; strategize regarding hearing date for approval and vesting order;	0.90
Aug-30-23	S. Selznick	Emails to and from John Birch concerning production slates and inter-creditor agreements relating to the CAMA; e mails concerning MediaRes; emails to and from US counsel regarding potential retainer to provide advice on California law as it applies to alleged security and trust interests in film exploitation proceeds and issues relating to Americana (National Anthem);	3.20
Aug-30-23	J. Birch	Respond to opposing counsel email about possible preference remedies;	0.30
Aug-30-23	J. Birch	Prepare for and attend update videoconference with the Monitor about numerous issues flowing from Monitor-BRON call earlier today;	1.00
Aug-30-23	J. Birch	Emails from and to multiple counsel about preference issues and whether determinations could be made in the CCAA proceedings; discussion with opposing counsel about	1.00

Date	Name	Description	Hours
		preference issues; update Monitor about preference issue; review situation involving potential management bid and provide input to Monitor;	
Aug-30-23	J. Birch	Emails from and to A. Iqbal about the interest in MediaRes being sold;	0.20
Aug-30-23	J. Birch	Detailed review of LLC agreement for WB1 slate and assess the best way to sell BRON's interest in the slate; email to Monitor and counsel for BRON;	1.20
Aug-30-23	J. Birch	Email from T. Jeffries; review Hercules loan claim and Hercules explanation for the lack of the specified intercreditor agreements;	0.30
Aug-30-23	J. Birch	Review request for information about use of funds from Reggie production and breach of contract regarding TWWMD; email to Monitor with my thoughts;	0.50
Aug-30-23	J. Birch	Email from counsel for a producer of Reggie; review Production Services Agreement for Reggie and provide recommendation to A. Iqbal about next steps;	0.60
Aug-31-23	M. Tallim	corresponding with Bennett Jones; reviewing security documents;	2.30
Aug-31-23	J. Birch	Review issue of unexecuted documents in the data room and follow-up with counsel for BRON; consider timing of motion to approve conduct and fees and email to the Monitor;	0.50
Aug-31-23	J. Birch	Videoconference with F. Finn about scheduling sale approval application in early October; email to Monitor about review of LOIs;	0.30
Aug-31-23	J. Birch	Emails from and to the Monitor about the ability of Qualified Bidders to perform additional due diligence;	0.20
Aug-31-23	F. Finn	Attend call with J. Birch; strategize regarding scheduling upcoming hearings; draft notice of application regarding activities and fee approval;	2.40
Aug-31-23	S. Selznick	Review VDR and additional SISP uploaded disclosure, documents by monitor; email to US counsel;	3.60
Aug-31-23	S. Selznick	Communications with US counsel concerning proposed retainer arrangement; and emails from John Birch concerning same;	0.50
Aug-31-23	J. Birch	Prepare for and attend videoconference with UK counsel for BRON regarding VAT amount owing; email update to the Monitor;	1.00
Aug-31-23	J. Birch	Email from A. Davids; review non-disclosure agreement and consider whether it applies to certain documents in the data room; email to Monitor and counsel for BRON;	0.30
Aug-31-23	J. Birch	Review and comment on notice of Potential Bidders about the file slates in the data room;	0.50
Aug-31-23	J. Birch	Videoconference with Monitor about SISP and cash flow issues prior to their daily call with BRON Management;	0.40
Aug-31-23	J. Birch	Email from P. Dekom; provide US counsel with relevant loan	1.40

Date	Name	Description	Hours
		and security documents to perform security review; explain to P. Dekom the operation of the DIP Charge; email from S. Selznick about CAMA issue; prepare list of terms regarding sale of Americana;	
Aug-31-23	J. Birch	Emails to and from Monitor about request for funding of BRON Releasing UK Ltd.;	0.30
Aug-31-23	J. Birch	Review emails about risk of liquidation of UK enterprise; consider whether ARIO would allow money to be used by BRON Releasing UK Ltd.;	0.70
Aug-31-23	T. Ho	Security review and related discussions.	0.50
Aug-31-23	J. Birch	Review information provided by S. Parsons about the solitary distribution agreement and email S. Parsons for further information; call from M. Shakra;	1.20
Sep-01-23	M. Tallim	call with J. Birch; reviewing security;	3.50
Sep-01-23	J. Birch	Emails to and from and call to Mark Wentzell about additional potential remedies regarding the US petitioners	0.20
Sep-01-23	T. Ho	Review dataroom documents and emails relating to security document review.	0.50
Sep-01-23	J. Kotsopoulos	Receiving and reviewing instructions; attending to corporate, security and bank act searches for 7 entities; obtaining copies of search results; reviewing search results and preparing report with respect to same;	0.80
Sep-01-23	F. Finn	Attend call regarding reviews of letters of intent with Monitor and Petitioners;	0.30
Sep-01-23	S. Selznick	Communications with local agent in Los Angeles to discuss retainer arrangements; receipt and review of draft retainer agreement an email to John Birch in that regard; review communications from Jeremy Bornstein;	1.20
Sep-01-23	J. Birch	Videoconference at 10:12 pm following Monitor discussion with BRON about the LOIs; prepare and send notice to credit bidder about invocation of protective steps in the SISF; emails from and to opposing counsel about scheduling a sale approval motion	0.90
Sep-01-23	J. Birch	Discussion at 9:30 pm ET with the Monitor about LOIs in advance of broader conference call with BRON about the LOIs	0.20
Sep-01-23	J. Birch	Call from Mike Tallim to discuss process for security review;	0.20
Sep-01-23	J. Birch	Email from Mike Tallim about security review; considering timing for sale approval motion and contact counsel for other parties;	1.00
Sep-01-23	J. Birch	Email from Matthew Cressati; review Robin Hood signed term sheet and consider status of CW debt claim; email to Matthew Cressati seeking additional information;	0.30
Sep-01-23	J. Birch	Review and consider position being taken by the Union of B.C. Performers and follow-up with BRON counsel regarding next steps;	0.80
Sep-01-23	J. Birch	Call from D. Ward to discuss review of Wonder Hill assertion	0.20

Date	Name	Description	Hours
Sep-01-23	J. Birch	that it has a binding agreement for distribution; Receive further input from S. Selznick about additional considerations concerning the Union of B.C. Performers; email to Asim Iqbal;	0.20
Sep-01-23	J. Birch	Call from D. Ward about the acknowledgment requested by Netflix; review draft Miller Thomson letter to Netflix and provide comments; email update to Monitor about Netflix issue;	0.70
Sep-02-23	J. Bornstein	Analyze revised APA from Miller Thomson; Emails with Cassels team re same;	0.20
Sep-03-23	M. Tallim	reviewing Solitary loan & security agreements;	1.40
Sep-03-23	S. Selznick	Review and consider amended draft APA and communications from John Birch; preliminary review of LOIs and new documents posted in VDR;	2.30
Sep-03-23	T. Ho	Security review and considering emails and dataroom documents on the same.	1.50
Sep-04-23	M. Tallim	reviewing Solitary documents;	0.90
Sep-04-23	J. Bornstein	Emails with J Birch and Miller Thomson team regarding APA; Emails with J Birch regarding sale process;	0.20

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	23.40	990.00	23,166.00
Tallim, Mike R.	Partner	10.30	695.00	7,158.50
Geary, Nicola	Partner	3.40	870.00	2,958.00
Selznick, Stephen	Partner	15.00	1,070.00	16,050.00
Bornstein, Jeremy	Partner	1.20	685.00	822.00
Ho, Tracey	Associate	11.10	465.00	5,161.50
Finn, Forrest	Associate	3.60	415.00	1,494.00
Kotsopoulos, Jessica	Law Clerk / Paralegal	0.80	325.00	260.00
Total (CAD)		68.80		57,070.00

Our Fees	57,070.00	
GST @ 5.00%	2,853.50	
PST @ 7.00%	3,994.90	
TOTAL FEES & TAXES (CAD)		63,918.40

DISBURSEMENT SUMMARY

Taxable Disbursements

Copies	47.00
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Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 7 of 7
Invoice No: 2210697
Matter No. 054920-00006

Total Taxable Disbursements	47.00
GST @ 5.00%	2.35
PST @ 7.00%	3.29
Total Taxable Disbursements & Taxes	52.64

TOTAL DISBURSEMENTS & TAXES (CAD)	52.64
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TOTAL FEES	57,070.00
TOTAL DISBURSEMENTS	47.00
TOTAL TAXES	6,854.04
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	63,971.04

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2210164	08/29/23	59,427.76	0.00	59,427.76
2210697	09/05/23	63,971.04	0.00	63,971.04
Total (CAD)		123,398.80	0.00	123,398.80

This is Exhibit "H" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Samal

Commissioner for Taking Affidavits (or as may be)

Kiyon Samal, LSD # : 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2211203
Date: September 12, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including September 11, 2023

Our Fees	74,966.50
Disbursements	899.07
Total Fees and Disbursements	75,865.57
GST @ 5.00%	3,784.78
PST @ 7.00%	5,298.68
TOTAL DUE (CAD)	84,949.03

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40 Temperance St., Toronto, ON, M5H 0B4 Canada

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Matter No.: 054920-00006
Amount: **CAD 84,949.03**

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FEE DETAIL

Date	Name	Description	Hours
Sep-05-23	J. Kotsopoulos	Receiving and reviewing instructions; attending to security search of Bron Media Corp.; obtaining copy of search result; reviewing search result and preparing report with respect to same;	0.30
Sep-05-23	M. Tallim	Reviewing CW/BRON Security; drafting security review memo;	3.00
Sep-05-23	J. Birch	Review two LOIs; review Monitor summary of LOIs;	1.20
Sep-05-23	J. Birch	Email from US counsel; consider scope of work to be done and revise terms for US counsel; emails from A. Iqbal;	1.60
Sep-05-23	J. Birch	Lengthy videoconference with Monitor, BRON and its counsel to discuss LOIs received and next steps;	1.10
Sep-05-23	J. Birch	Multiple emails from and to US counsel about security review;	0.60
Sep-05-23	J. Birch	Consider potential disclaimer of contract; emails from counsel for BRON about option agreement;	0.20
Sep-05-23	J. Birch	Videoconference with J. Bornstein about tasks he needs to undertake in the next phase of the SISP; revise instructions to US counsel;	0.60
Sep-05-23	J. Birch	Videoconference with T. Ho and M. Tallim about security review; review CW loan statement and send to counsel for BRON; review and approve draft communication to non-bidders;	1.00
Sep-05-23	F. Finn	Attend call with Monitor, Petitioners, and Petitioners' counsel to review letters of intent; draft and submit request to appear;	1.30
Sep-05-23	T. Ho	Security review - searches against the entities and reviewing search results of the same. Reviewing security documents relating to Surrounded. Prepare and draft search summary (for the purpose of security opinion). Research into security attachment in BC PPSA and reviewing the GSA on the same. Review dataroom documents.	5.80
Sep-05-23	J. Kotsopoulos	Receiving and reviewing instructions; attending to execution searches of 7 entities;	0.30
Sep-05-23	S. Selznick	Review MediaRes settlement agreement and emails in that regard	0.50
Sep-05-23	S. Selznick	Emails to and from John Birch concerning proposed approval and order; review and comment on changes proposed to US council retainer letter and email to John Birch in that regard;	1.00
Sep-05-23	J. Birch	Call from US counsel about security review;	0.70
Sep-05-23	J. Bornstein	Email with Cassels team regarding APA and vesting order; Call with J Birch regarding sale process;	0.40
Sep-06-23	S. Rajper	Meeting with J. Birch regarding creating chart of petitioner and non-petitioner entities for BRON Media proceeding;	0.30
Sep-06-23	S. Fernandes	Call with F. Finn re background to draft hearing materials;	0.10

Date	Name	Description	Hours
Sep-06-23	M. Tallim	Drafting BRON CW memo; various calls with T. Ho & J. Birch;	2.40
Sep-06-23	S. Selznick	Review and consider emails with local agent in US concerning scope of proposed security and document review, MediRes, Loudmouth and Americana projects ; review of further VDR documentation;	1.80
Sep-06-23	F. Finn	Correspond with counsel regarding availability for court hearing regarding sale approval;	0.20
Sep-06-23	J. Birch	Call from D. Ward about potential agreement for Solitary; follow-up email to counsel for Wonder Hill about the alleged terms of the distribution agreement;	0.20
Sep-06-23	J. Birch	Email from A. Iqbal; consider BRON proposal for court approval of agreement for Americana to be distributed by Lionsgate and respond to A. Iqbal;	0.30
Sep-06-23	J. Birch	Emails from counsel for BRON about potential termination of Sales Agent role for one film; review Investment Agreement and draft Termination Agreement;	0.30
Sep-06-23	T. Ho	Security review - considering emails and template review memo. Reviewing Loan agreement and security documents for Robin Hood's loan and preparing the Security Review Memo for Robin Hood. Review Robin Hood PPSA and US GSAs.	5.50
Sep-06-23	J. Kotsopoulos	Obtaining copies of search results of 7 entities; reviewing search results and preparing report with respect to same;	0.50
Sep-06-23	J. Birch	Videoconference with Monitor about permitted ordinary course sales outside the SISP; review initial draft security opinion re Creative Wealth to discuss with Mike Tallim;	1.00
Sep-06-23	J. Birch	Meet with articling student about preparation of chart for security searches; send capital structure information to US counsel;	0.50
Sep-06-23	J. Birch	Review and comment on draft letter about WME position;	0.70
Sep-06-23	J. Birch	Call with S. Selznick about US security searches; email to US counsel about security review; voicemails from and to Mike Shakra about information for data room;	0.60
Sep-06-23	J. Birch	Respond to emails from US counsel for Monitor about security review relating to Americana Production;	0.40
Sep-07-23	S. Rajper	Creating chart of petitioner and non-petitioner entities for BRON Media proceeding; finding jurisdiction of incorporation for each entity; cross-referencing location of any productions that may be relevant;	4.10
Sep-07-23	S. Selznick	Emails to and from local agents in the US concerning scope of retainer; review and comment on student charts and analysis of applicable contract, interpretation, and enforcement law for security matters; email to John Birch, and not regard; if you would consider Loudmouth termination documents and addition document deposit to VDR;	2.30
Sep-07-23	M. Tallim	Drafting BRON CW memo	2.30

Date	Name	Description	Hours
Sep-07-23	J. Birch	Review emails and relevant documents about distribution of Solitary film; videoconference with D. Ward and A. Davids to discuss whether this is an agreement for the distribution of "Solitary";	0.90
Sep-07-23	J. Birch	Review emails and drafts of the Solitary Distribution Agreement; prepare draft list of additional information to be sought from Wonder Hill;	0.60
Sep-07-23	J. Birch	Follow-up about financial information about film slates and update the Monitor and counsel for BRON;	0.60
Sep-07-23	J. Birch	Call from Bruce Bando about slate information in the data room; provide input to A. Iqbal about evidence for application to approve distribution agreement for Americana; email from Bruce Bando; consider scope of DIP change and respond to Monitor questions;	0.90
Sep-07-23	J. Birch	Provide input to Monitor about asset purchase agreement; review position of BRON regarding CAMA and the WME claim to proceeds of Americana film;	0.70
Sep-07-23	J. Birch	Review and comment on draft affidavit for application to add UK entities as Petitioners;	1.60
Sep-07-23	J. Birch	Review multiple emails from Philip Cho; respond to Philip Cho email about verification of creditors' claims; review draft claim information provided by Hudson and follow-up with the Monitor; update the Monitor about the security review process;	0.80
Sep-07-23	T. Ho	Security review - run BC PPR Searches against "Company 3 / Method Ltd." (a BC Co) and "Headquarters LLC" (a California co) review search result and update search summary. Research BC CLE /PPSA On list of collateral perfected by possession. Prepare standalone assumptions and qualifications schedules	3.10
Sep-07-23	J. Birch	Emails from and to US counsel for the Monitor about the security review;	0.20
Sep-08-23	J. Birch	Review of LOI terms and consider interaction of en bloc and individual bids;	0.60
Sep-08-23	J. Birch	Lengthy videoconference with the Monitor about all outstanding issues, especially the SISP;	1.60
Sep-08-23	F. Finn	Attend call with Monitor regarding SISP, recent developments, and next steps;	1.50
Sep-08-23	S. Rajper	Creating chart of petitioner and non-petitioner entities for BRON Media proceeding; finding jurisdiction of incorporation for each entity; cross-referencing location of any productions that may be relevant;	1.50
Sep-08-23	J. Birch	Email from Cameron McCord; consider potential protective order regarding Media Res financial information;	0.50
Sep-08-23	S. Selznick	Review propose US engagement letter and emails with local agent in the US and to and from John Birch in that regard;	1.50
Sep-08-23	M. Tallim	Drafting / revising security review memos; call with J. Birch	2.40

Date	Name	Description	Hours
Sep-08-23	J. Birch	re same; corresponding with Bennett Jones; Emails from and to S. Selznick and A. Iqbal about expanded security searches;	0.20
Sep-08-23	J. Birch	Assemble information and communicate with counsel for BRON about security review;	2.00
Sep-08-23	J. Birch	Numerous emails with the Monitor and counsel for a bidder about additional information to be included in data room;	0.50
Sep-08-23	J. Birch	Emails from and to US counsel for the Monitor; email Monitor about review of US security; emails from creditors about sale approval motion and follow-up with A. Iqbal;	0.50
Sep-08-23	J. Bornstein	Analyze LOI summary and LOIs; Analyze Loudmouth agreements and emails with Miller Thomson team re same; Update call with Cassels and Grant Thornton team;	2.90
Sep-08-23	J. Birch	In the mid-evening, multiple emails with the Monitor and Cameron McCord about the proposed protective order; review email from counsel for CW about various SISP issues and receive input from the Monitor	0.40
Sep-08-23	T. Ho	Reviewing Solitary loan and revising the security review memo. Further revising the Bron and Robin hood memo to include assumptions and qualifications, checking against the PPSAs. Call with GT.	4.60
Sep-08-23	J. Birch	Emails from Jeremy Bornstein and Matthew Cressanti about BRON's proposal to terminate a distribution agreement	0.20
Sep-08-23	J. Birch	Prepare for and attend videoconference with Mike Tallim about status of, and issues in, security review of CW entities' security	0.40
Sep-08-23	J. Birch	Multiple emails to and from Cameron McCord about potential US protective order relating to financial information of MediaRes	0.40
Sep-09-23	F. Finn	Attend call with the Monitor regarding sale and investment solicitation process; draft letter to counsel to Creative Wealth;	1.10
Sep-09-23	M. Tallim	Drafting / revising security review memo; reviewing facilities agreements;	0.60
Sep-09-23	T. Ho	Security review: Consider capital structure memo, Hercules and WME related security review. Review of Charts Petitioners/non-petitioners. Update search summary table (cross checking against PPSA collateral descriptions)and advising the same.	1.50
Sep-09-23	J. Birch	Review numerous emails from counsel for potential bidders and assist the Monitor with preparing responses; review draft Monitor email about confidentiality issues; review and comment on draft Monitor position regarding credit bid	0.60
Sep-09-23	T. Ho	Further revising the solidatary memo to include assumptions and qualifications. Checking Collateral description against the PPSAs and updating the search summary re searches against "Company 3 / Method Ltd." (a	1.80

Date	Name	Description	Hours
		BC Co) and "Headquarters LLC" (a California co). Review search results.	
Sep-09-23	J. Birch	Conference call with Monitor about a series of issues relating to the SISP, including scope of assets being sold, information in the data room, and responses to potential bidder questions	1.00
Sep-10-23	F. Finn	Draft letter to counsel to Creative Wealth;	1.20
Sep-10-23	J. Birch	Emails from and to Forrest Finn regarding September 8 email from M. Shakra; review, revise, and expand lengthy letter to M. Shakra to address concerns raised on September 8; send draft letter to Monitor for comments	1.90
Sep-10-23	J. Birch	Review film slate information provided over the weekend; videoconference with BRON, the Monitor, and another party about obtaining further slate information to use in SISP process; discussion with Monitor about report to the court for use at sales approval motion; videoconference with Monitor, BRON, and its counsel about carried interest data for the film slates; review and comment on Monitor communication to Qualified Bidders; email to Tevia Jeffries about scheduling application to deal with CAMA issues	2.80
Sep-11-23	J. Kotsopoulos	Receiving and reviewing instructions; attending to corporate searches of Robin Hood Digital PC BC Inc. and Bron Media Corp.; obtaining copies of search results; reviewing search results and preparing report with respect to same;	0.50
Sep-11-23	J. Birch	Email from Cameron McCord; review final draft Protective Order about Media Res and obtain Monitor instructions; review proposed response to Union of B.C. Performers and provide input to Monica Faheim;	1.00
Sep-11-23	J. Birch	Videoconference with F. Finn about preparing application for conduct and fee approval;	0.30
Sep-11-23	J. Birch	Email from Monitor; review correspondence and agreements relating to Kin and Call My Agent;	0.60
Sep-11-23	J. Birch	Email from Mark Wentzell; consider BRON comments about proportionate carried interest in the film slate that is being sold and email my response to the Monitor;	0.40
Sep-11-23	J. Birch	Consider email from counsel for the Guilds about treatment of Guild claim in the sales process and respond;	0.20
Sep-11-23	J. Birch	Receive comments from the Monitor and amend and send lengthy letter to counsel for CW about various outstanding issues; call to Mike Shakra;	0.70
Sep-11-23	J. Birch	Email from A. Iqbal about UK entities' outstanding government remittances; respond to A. Iqbal;	0.30
Sep-11-23	J. Birch	Review letter from Headline Pictures and respond by email;	0.70
Sep-11-23	J. Birch	Multiple emails about timing of sale approval motion;	0.20
Sep-11-23	S. Selznick	Emails with respect to updated tables for security searches in Canada and in the US and review emails in that regard;	0.40

Date	Name	Description	Hours
Sep-11-23	J. Bornstein	Analyze security summary and initial affidavit in connection with potential credit bids in SISP;	1.00
Sep-11-23	F. Finn	Strategize regarding next steps in proceedings; draft materials regarding activity and fee approval; correspond with court scheduling regarding hearing availability; draft letter to court scheduling regarding same;	1.60
Sep-11-23	M. Tallim	Drafting and revising security review memos; circulating same to J. Birch;	5.70
Sep-11-23	J. Birch	In the early evening, numerous emails to and from Asim Iqbal about the scope of carried interest being sold in the SISP; provide input on letter prepared by BRON about getting more information about film slates	0.40
Sep-11-23	J. Birch	Emails from and to A. Iqbal about nature of the carried interest in film slates that is being sold;	0.40
Sep-11-23	J. Birch	Review and comment on draft email to counsel for BRON about film slate information; emails from and to Cameron McCord about searches needed for review of security;	0.40
Sep-11-23	T. Ho	Security Review - Good standing searches and further reviewing and revising the Solitary memo. Reviewing the Solitary Loan documents. Considering emails of the same with US counsel.	3.20

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	36.50	990.00	36,135.00
Selznick, Stephen	Partner	7.50	1,070.00	8,025.00
Tallim, Mike R.	Partner	16.40	695.00	11,398.00
Bornstein, Jeremy	Partner	4.30	685.00	2,945.50
Finn, Forrest	Associate	6.90	415.00	2,863.50
Fernandes, Stephanie	Associate	0.10	420.00	42.00
Ho, Tracey	Associate	25.50	465.00	11,857.50
Kotsopoulos, Jessica	Law Clerk / Paralegal	1.60	325.00	520.00
Rajper, Saad	Law Student	5.90	200.00	1,180.00
Total (CAD)		104.70		74,966.50

Our Fees	74,966.50	
GST @ 5.00%	3,748.33	
PST @ 7.00%	5,247.65	
TOTAL FEES & TAXES (CAD)		83,962.48

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Electronic Due Diligence	170.07
Total Non-Taxable Disbursements	170.07

Taxable Disbursements

Electronic Due Diligence	729.00
Total Taxable Disbursements	729.00
GST @ 5.00%	36.45
PST @ 7.00%	51.03
Total Taxable Disbursements & Taxes	816.48

TOTAL DISBURSEMENTS & TAXES (CAD)	986.55
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TOTAL FEES	74,966.50
TOTAL DISBURSEMENTS	899.07
TOTAL TAXES	9,083.46
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	84,949.03

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2210164	08/29/23	59,427.76	0.00	59,427.76
2210697	09/05/23	63,971.04	0.00	63,971.04
2211203	09/12/23	84,949.03	0.00	84,949.03
Total (CAD)		208,347.83	0.00	208,347.83

This is Exhibit "I" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.



Commissioner for Taking Affidavits (or as may be)

Kiyan Jamal, LSO #: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2211877
Date: September 19, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including September 18, 2023

Our Fees	69,937.00
Disbursements	278.02
Total Fees and Disbursements	70,215.02
GST @ 5.00%	3,507.95
PST @ 7.00%	4,911.13
TOTAL DUE (CAD)	78,634.10

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Matter No.: 054920-00006

Amount: **CAD 78,634.10**

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Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL

Date	Name	Description	Hours
Sep-07-23	M. Sam	Receiving and reviewing instructions; Attending to and obtaining British Columbia PPSA searches for Company 3 / Method Ltd. and Headquarters LLC; Reviewing search results and preparing report with respect to same;	0.30
Sep-12-23	S. Rajper	researching the filming locations for BRON productions in order to know which jurisdictions to perform security searches in;	0.90
Sep-12-23	F. Finn	Draft letter to scheduling; correspond with service list; attend call with counsel to DIP Lender and counsel to Petitioners regarding timeline of SISF process;	1.00
Sep-12-23	S. Selznick	Receipt and review of two forms of laboratory, pledge holder agreement, and consider security interest asserted in each; emails and conference call with Mike Tallim to review and discuss same in his analysis of security of the Bron entities;	2.00
Sep-12-23	M. Tallim	security review; preparing / revising security review memo; call with US counsel; completing Canadian component for US security review chart;	4.50
Sep-12-23	T. Ho	Security Review - discussions around the security review re BRON, Solidary, Robin Hood loans. Liaising IP searches, reviewing emails on the same re other Bron entities and Miller Thompson searches. Reviewing Dataroom documents and advising the same on documents signed by CWLP 2016.	6.70
Sep-12-23	D. Rideout	review email regarding termination of employees and notice requirements for the same; telephone attendance on J. Birch regarding same; email to and from J. Birch regarding director and officer liability for employee termination under British Columbia Employment Standards Act;	0.60
Sep-12-23	J. Birch	Emails from BRON and Adam Davids about list of productions; follow-up with articling student about chart of productions and security searches to be performed; follow-up with counsel for BRON and Wonder Hill about Solitary distribution agreement;	0.80
Sep-12-23	J. Birch	Emails from and to A. Iqbal and M. Wentzell about how carried interest in film slates can be sold;	0.20
Sep-12-23	J. Birch	Review initial draft security review opinions and consider outstanding issues and next steps;	1.50
Sep-12-23	J. Birch	Meet with Mike Tallim and Tracey Ho about draft security opinions prepared so far;	0.60
Sep-12-23	J. Birch	Instruct F. Finn about seeking hearing dates; email to M. Cressatti about limited scope of stay in favour of Non-Petitioner Entities; assemble information for US security review and forward to Julia Alexander;	0.90
Sep-12-23	J. Birch	Review revised cash flow;	0.40
Sep-12-23	J. Birch	Videoconference with the Monitor about potential delay in deadline for bids;	0.50

Date	Name	Description	Hours
Sep-12-23	J. Birch	Email to M. Shakra about cash flows and DIP funding;	0.20
Sep-12-23	J. Birch	Call from A. Iqbal about potential need to amend SISP timetable;	0.20
Sep-12-23	J. Birch	Review draft letters to BRON employees and forward to Dianne Rideout;	0.20
Sep-12-23	J. Birch	Call with Dianne Rideout about employment law issues associated with BRON's B.C. staff; review updated cash flow and provide comments;	0.40
Sep-12-23	J. Birch	Review US counsel for Monitor questions and comments about security review and respond; follow-up with Dianne Rideout about BC ESA entitlements;	0.50
Sep-12-23	J. Birch	Review updated cash flow projections; call to Mike Shakra; review Dianne Rideout input on termination issues;	0.40
Sep-12-23	J. Birch	Consider employee termination issues, potential extension of bid deadline and funding of CCAA proceedings; email to Monitor;	0.80
Sep-13-23	F. Finn	Attend call with Monitor regarding timeline of SISP; draft notice of application regarding approval of Monitor's fees and activities;	1.10
Sep-13-23	S. Selznick	Prepare for and attend conference call with Mike Tallim to discuss laboratory, pledge agreements, and their background and related documents, and the nature of the internal Trust Declaration and advice concerning searches that should be undertaken in follow up;	1.00
Sep-13-23	J. Birch	Ming, review email from Council for dad, her about potential extension of SISP and discuss response with Monitor; emails from potential bitters	0.50
Sep-13-23	J. Yuen	Conducting intellectual property searches regarding the entities: 1) Robin Hood Digital PC USA Inc.; 2) Robin Hood Digital USA, LLC; 3) Robin Hood Digital PC BC Inc.; 4) Solitary Holdings USA, LLC; 5) Windor Productions BC Inc.; 6) Bron Studios USA Inc. and 7) Bron Media Corp.	2.10
Sep-13-23	S. Fernandes	draft Notice of Application; review and finalize draft Notice of Application;	0.90
Sep-13-23	M. Tallim	reviewing security docs; call with S. Sleznick re pledgeholder agreement; call with US Counsel; call with J. Birch re WM claims; calls with Tracey re status of review; reviewing dataroom loan docs for creative wealth entities;	2.70
Sep-13-23	J. Birch	Emails with creditors' counsel about the CAMA issue; email to D. Ward;	0.50
Sep-13-23	T. Ho	Security Review, review dataroom documents identify Canadian law documents and discussions on the same. Advising the same re relevant Canadian law security and financing documents. Calls with US counsel Julia Alexander and Peter Dekom, John Birch and Mike Tallim on the same. Call with Stephen Selznick on the Pledgeholder Agreements and advising the same. Review CIPO search results and updating the draft search summary.	5.90

Date	Name	Description	Hours
Sep-13-23	J. Birch	Videoconference with US counsel for the Monitor about next steps in security review;	0.50
Sep-13-23	J. Birch	Call to David Ward about BRON position regarding whether there is a binding distribution agreement about Solitary; recommend position about Solitary to the Monitor;	0.40
Sep-13-23	J. Birch	Receive instructions from the Monitor and advise counsel for BRON about intended treatment of, and liability to, BC employees;	0.40
Sep-13-23	J. Birch	Review and comment on draft Monitor email to BRON about the sales process; videoconference with the Monitor about potential extension of the SISP;	0.90
Sep-13-23	J. Birch	Lengthy videoconference with Monitor, DIP Lender, BRON and their counsel about updated cash flows and potential extension of SISP deadlines; follow-up discussion with the Monitor about employee needs in remaining period of the cash flow;	1.10
Sep-13-23	J. Birch	Review latest cash flows; consider cost savings; call from Monitor about potential discussion of SISP deadlines;	0.40
Sep-13-23	J. Birch	Review updated cash flows and consider whether extension of SISP deadlines is feasible; review letter from A. Iqbal about employee needs going forward; seek input from D. Ward about various issues;	0.70
Sep-13-23	J. Birch	Review response from Wonder Hill about proposed terms of agreement; follow-up with David Ward;	0.20
Sep-13-23	J. Birch	Call from Monitor about a variety of outstanding issues including BRON position about extension of the SISP deadline;	0.60
Sep-13-23	J. Birch	Call to Mike Tallim about next steps in the security review;	0.20
Sep-14-23	F. Finn	Draft letter to scheduling; correspond with scheduling; correspond with service list; draft notice of application regarding approval of Monitor's fees and activities;	1.20
Sep-14-23	S. Selznick	Emails with local agent in the US concerning scope of CAMA and sales agency review and security searches ;	0.50
Sep-14-23	M. Tallim	updating security review spreadsheet; reviewing dataroom for Creative Wealth Finance Corp. loan files; reviewing same; corresponding with Blaney re Creative Wealth Finance Corp. loan docs;	2.40
Sep-14-23	J. Birch	In the evening, emails from and to the Monitor about questions posed by one potential bidder	0.30
Sep-14-23	J. Birch	Consider emails from multiple potential bidders; comment on email to the service list about sale approval application;	0.50
Sep-14-23	J. Birch	Consult with BRON counsel about extension of SISP deadlines; call to BRON counsel about employee issues and information in the data room; discussion with Monitor about pending issues including bid deadline, sales approval motion, and employee issues; call to counsel for CW about adding information to the data room; revise letter to the	1.80

Date	Name	Description	Hours
Sep-14-23	J. Birch	court about scheduling the sale approval application; Review US counsel for Monitor initial analysis of WME agreement and CAMA structure; respond to US counsel;	0.40
Sep-14-23	J. Birch	Call with F. Finn about booking hearing date and notifying the service list;	0.10
Sep-14-23	J. Birch	Review potential issues for US counsel to the Monitor to assess and provide input; call with counsel for Access Road about data room access; update the Monitor about data room access;	1.00
Sep-14-23	J. Birch	Emails with F. Finn and revise list regarding sale approval hearing;	0.20
Sep-14-23	J. Birch	Review Premium Properties brief for September 19 case conference; review letter from P. Bychawski about Access Road access to the data room;	0.30
Sep-14-23	T. Ho	Security Review - review documents in dataroom and liaising with US counsel scope of work including reviewing the related 'Pictures' involving CW LP 2016. Discussions on the same. Considering further new search results on Tully Productions BC Inc. and TWWMD Productions BC Inc. and updating the search summary.	2.10
Sep-14-23	J. Kotsopoulos	Receiving and reviewing instructions; attending to suite of searches of Tully Productions BC Inc. and TWWMD Productions BC Inc.; obtaining copies of partial search results; reviewing partial search results and preparing partial report with respect to same;	0.50
Sep-15-23	J. Birch	Send Americana information to US counsel for the Monitor;	0.10
Sep-15-23	S. Selznick	Review and consider craft americana purchase agreement from Lionsgate;	0.60
Sep-15-23	J. Birch	Review emails from T. Jeffries; consider potential terms of a possible Americana transaction; voicemail to T. Jeffries;	0.30
Sep-15-23	S. Selznick	Review and consider communications from local agents in the US regarding searches to be undertaken and scope of those searches and opinions requested ;	0.40
Sep-15-23	S. Selznick	Emails from monitor; review and consider revised slate purchase offer from MGM and related documents;	1.00
Sep-15-23	T. Ho	Security Review - reviewing the Canadian law financing agreements in dataroom and advising the same.	5.80
Sep-15-23	S. Selznick	Email from monitor and receipt and review of purchase offer agreement from Acrovision Pictures ;	0.80
Sep-15-23	J. Birch	In the evening, multiple emails from and to the Monitor about bids received and consideration of whether one bid is non-complaint	0.60
Sep-15-23	J. Birch	Multiple emails with the Monitor about the bid deadline and the sale approval motion;	0.50
Sep-15-23	J. Birch	Obtain instructions from the Monitor; prepare detailed communication to Caitlin Fell about the Monitor's position about the alleged distribution agreement for Solitary;	0.90

Date	Name	Description	Hours
Sep-15-23	J. Birch	Email from Hilary Book; begin review of Bayshore term sheets; email from C. Fell about Wonder Hill's proposed application to determine whether a distribution agreement exists; review and revise letter to Peter Bychawski;	1.40
Sep-15-23	J. Birch	Emails from A. Iqbal and C. Fell about Wonder Hill editing expenses; email to A. Iqbal about issue of whether there is a binding distribution agreement with Wonder Hill;	0.30
Sep-15-23	J. Birch	Email from counsel for Premium Properties; review notice of Premium Properties claim and respond to Hilary Book; provide additional information to US counsel for the Monitor to assist with its security review;	1.30
Sep-15-23	J. Birch	Dictate letter to counsel for Access Road to respond to his September 14 letter;	0.60
Sep-15-23	J. Birch	Provide more answers to questions from US counsel about the security review; comment on draft Monitor response to one bidder's questions; review additional information about certain productions that were added to the data room on September 14;	0.80
Sep-15-23	M. Tallim	reviewing Canadian form of Loan and Security Agreement (the Great Cleanse);	1.40
Sep-15-23	J. Kotsopoulos	Obtaining copies of remaining search results of Tully Productions BC Inc. and TWWMD Productions BC Inc.; reviewing remaining search results and preparing final report with respect to same;	0.50
Sep-16-23	S. Selznick	E mails from Monitor review and consider download the documents from monitor for mad solar joint development projects;	0.80
Sep-16-23	T. Ho	Security Review, emails with Blaney on scope of bidding security documents. Discussions on the same and reviewing the relevant security documents.	1.20
Sep-17-23	J. Bornstein	Emails and call with J Birch regarding bids; Call with Grant Thornton team and J Birch re same; Initial analysis of bids and summaries of same;	2.00
Sep-17-23	J. Birch	In the evening, lengthy Cassels-Monitor discussion about the bids received, potential carve outs from en bloc bids and next steps	1.30
Sep-17-23	J. Birch	Email from Bruce Bando; review several bids and consider how to reconcile en bloc offers with asset-specific bids and whether there can be a carve-out; call from Jeremy Bornstein about two bids and discuss next steps	1.60
Sep-17-23	T. Ho	Considering bid and security review of the documents sent by Blaney, document version control and discussions on the same.	0.80
Sep-18-23	J. Birch	Lengthy videoconference with the Monitor, BRON and its counsel about the bids received and what next steps should be;	1.60
Sep-18-23	J. Birch	Call from DIP Lender's representative; emails to counsel for BRON about September 19 case conference with Justice	0.60

Date	Name	Description	Hours
		Osborne;	
Sep-18-23	J. Birch	Update from counsel for BRON about vendor-controlled subsidiaries; review issue of turn around agreements raised by BRON and seek input from S. Selznick;	0.30
Sep-18-23	J. Birch	Review letter from counsel for Access Road about deposit agreement; review A. Iqbal response;	0.20
Sep-18-23	T. Ho	Security Review - Identifying Canadian and US obligors and run relevant BC searches. Supplementing the petitioner/non-petitioner chart. Discussions and advising the same.	3.60
Sep-18-23	F. Finn	Attend call with counsel to Desert Media regarding status of SISP;	0.20
Sep-18-23	J. Bornstein	Call with Miller Thomson, Company and Grant Thornton team regarding bids; Analyze bids and begin preparing comments regarding same;	2.80
Sep-18-23	M. Tallim	reviewing Canadian law security docs circulated by Blaney; call with T. Ho regarding review & searches of Canadian docs; corresponding with Blaney re security docs; preparing chart / summary of Canadian loan and security docs;	3.60
Sep-18-23	S. Selznick	Review and consider email from John Birch and turn around agreement; emails with John Birch in that regard;	1.00
Sep-18-23	J. Birch	Activities in the evening; provide direction to Mike Tallim about security review regarding another secured creditor; response to Peter Dekom questions about sale approval and likely vesting order; email from Monitor about questions to ask bidder and outstanding issues to resolve in order to work out definitive agreement; email to Jeremy Bornstein about work on the definitive asset purchase agreements	0.80
Sep-18-23	J. Birch	Review bid analysis prepared by Eric Jamieson of GTL;	0.30
Sep-18-23	J. Birch	Review proposal from Wonder Hill and update counsel for BRON.	0.30

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	32.40	990.00	32,076.00
Selznick, Stephen	Partner	8.10	1,070.00	8,667.00
Bornstein, Jeremy	Partner	4.80	685.00	3,288.00
Tallim, Mike R.	Partner	14.60	695.00	10,147.00
Rideout, Dianne D	Partner	0.60	850.00	510.00
Finn, Forrest	Associate	3.50	415.00	1,452.50
Ho, Tracey	Associate	26.10	465.00	12,136.50
Fernandes, Stephanie	Associate	0.90	420.00	378.00
Sam, Maggie	Law Clerk / Paralegal	0.30	280.00	84.00
Yuen, Janice	Law Clerk / Paralegal	2.10	330.00	693.00

Name	Title	Hours	Rate	Amount
Kotsopoulos, Jessica	Law Clerk / Paralegal	1.00	325.00	325.00
Rajper, Saad	Law Student	0.90	200.00	180.00
Total (CAD)		95.30		69,937.00

Our Fees	69,937.00	
GST @ 5.00%	3,496.85	
PST @ 7.00%	4,895.59	
TOTAL FEES & TAXES (CAD)		78,329.44

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Electronic Due Diligence	56.02
Total Non-Taxable Disbursements	56.02

Taxable Disbursements

Electronic Due Diligence	222.00
Total Taxable Disbursements	222.00
GST @ 5.00%	11.10
PST @ 7.00%	15.54
Total Taxable Disbursements & Taxes	248.64

TOTAL DISBURSEMENTS & TAXES (CAD) 304.66

TOTAL FEES 69,937.00

TOTAL DISBURSEMENTS 278.02

TOTAL TAXES 8,419.08

TOTAL FEES, DISBURSEMENTS & TAXES (CAD) 78,634.10

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2211203	09/12/23	84,949.03	0.00	84,949.03
2211877	09/19/23	78,634.10	0.00	78,634.10
Total (CAD)		163,583.13	0.00	163,583.13

This is Exhibit "J" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Samal

Commissioner for Taking Affidavits (or as may be)

Kiyon Samal, LSO #: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2212681
Date: September 26, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including September 25, 2023

Our Fees	70,889.50
Disbursements	817.54
Total Fees and Disbursements	71,707.04
GST @ 5.00%	3,574.48
PST @ 7.00%	5,004.26
TOTAL DUE (CAD)	80,285.78

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40 Temperance St., Toronto, ON, M5H 0B4 Canada

Online Bill Payments:

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matter #

Invoice No: 2212681
Matter No.: 054920-00006
Amount: **CAD 80,285.78**

e-Transfer Payments: payments@cassels.com

Credit Card Payments: payments.cassels.com

Cassels Brock Blackwell LLP | cassels.com

Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL			
Date	Name	Description	Hours
Sep-19-23	S. Selznick	Review, notes and telephone conference with J. Birch concerning proposed turnaround arrangements with various Bron properties;	0.50
Sep-19-23	M. Tallim	coordinating summary of search results; correspondence with S. Selznick re assignment of security agreement; internal discussions re assignability of crown debt; reviewing diligence & loan documents re CWMF's credit bid; reviewing / revising security review spreadsheet; call with J. Birch re Creative Wealth Media Equity Fund I LP; call with B. Cossack re same; correspondence with US counsel regarding US review of loan documents;	3.50
Sep-19-23	A. Slota	Receiving and reviewing instructions; attending to British Columbia corporate and execution due diligence searches in respect of the following entities: Driftless Area Productions Inc., Henschmen Productions Inc., Hensch 2 BC Productions Inc., Master Cleanse Productions Inc., Driftless Area, LLC, Drunk Parents, LLC, Master Cleanse, LLC and Drunk Parents Production Services Inc.; obtaining copies of corporate documents; reviewing initial search results and preparing summary report with respect to same;	1.70
Sep-19-23	J. Birch	At 9 pm ET, lengthy videoconference with a potential bidder hosted by Cassels, the Monitor, and Miller Thomson LLP to get clarification about the terms of one bid	1.60
Sep-19-23	J. Birch	Late in the evening, emails from Asim Iqbal and to Stephen Selznick about assignment agreements being proposed for certain productions in development	0.20
Sep-19-23	T. Ho	Security Review of Henschmen and update the spreadsheet re BC PPSA searches and discussions/advising the same; advising and considering the same.	1.70
Sep-19-23	J. Bornstein	Analyze and comment on asset purchase agreements; Emails and calls with Monitor team re same; Call and emails with Miller Thomson and Monitor teams re same; Emails and calls with bidders, Miller Thomson and Monitor teams re same; Emails with N Geary re asset purchase agreement;	9.20
Sep-19-23	J. Birch	Email from counsel for Premium Properties about SISP and respond; review letter from Peter Bychawski and dictate response; review one bid and prepare for call with the bidder to obtain clarification; provide input to Monitor about how to respond to creditor enquiry	1.20
Sep-19-23	J. Birch	Lengthy videoconference with potential bidder to obtain clarification of certain aspects of the bid;	1.10
Sep-19-23	J. Birch	Email and call from David Ward to discuss outstanding bid issues;	0.40
Sep-19-23	J. Birch	Lengthy videoconference with Monitor, BRON and its counsel to discuss bids and their terms;	1.40
Sep-19-23	J. Birch	Videoconference with S. Selznick about proposal to assign certain projects to other producers; outline deficiencies in	1.30

Date	Name	Description	Hours
Sep-19-23	J. Birch	potential assignment agreement terms for 9 film projects; Consider how priority changes interact with credit bids and provide input to the Monitor and counsel for BRON; prepare potential email to all Qualified Bidders; correspondence about negotiating final asset purchase agreements;	1.30
Sep-19-23	J. Birch	Emails from opposing counsel about Commercial List case conference today; lengthy videoconference with the Monitor about next steps to assess bids and negotiate APAs; analyze separate objections from Hudson and other creditors and respond;	2.30
Sep-20-23	T. Ho	Security review and related discussions;	2.40
Sep-20-23	M. Tallim	corresponding with S. Selznick re GSA & tax credit assignment; reviewing GSA; e-mails to S. Selznick re same; call with US counsel; call with J. Birch; reviewing & revising US comments on CWML spreadsheet;	2.50
Sep-20-23	F. Finn	Attend call with M. Cressatti, counsel to Petitioners; correspond with scheduling regarding setting application; draft approval and vesting order; draft notice of application and affidavit regarding approval of Monitor's fees and activities;	3.70
Sep-20-23	A. Slota	Attending to ongoing British Columbia execution due diligence searches in respect of the following entities: Driftless Area Productions Inc., Henschmen Productions Inc., Hensch 2 BC Productions Inc. and Master Cleanse Productions Inc.; obtaining copies of corporate documents; reviewing balance of all search results and finalizing summary report with respect to same;	0.60
Sep-20-23	J. Bornstein	Analyze and comment on asset purchase agreements; Emails with Grant Thornton, Cassels and Miller Thomson team re same and extension of SISP; Emails with bidders' counsel re same; Emails with Cassels and counsel for Access Road;	4.80
Sep-20-23	J. Birch	In the evening, call from Asim Iqbal about uncertainties associated with certain BRON portfolio investments and how to address with bidders as part of the SISP	0.30
Sep-20-23	J. Birch	Review letter from Peter Bychawski and respond by email; advise Monitor about Access Road position; consider email from counsel for potential bidder;	0.60
Sep-20-23	J. Birch	Review amendments to one asset purchase agreement; lengthy discussion with Monitor about what an extension of the timing for court approval would require in terms of funding, consents, and notice to bidders; coordinate with F. Finn and A. Iqbal about options for a new hearing date for sale approval; prepare draft update to bidders;	1.60
Sep-20-23	J. Birch	Emails with Monitor and Forrest Finn about sale approval application;	0.40
Sep-20-23	J. Birch	Finalize letter to Peter Bychawski and send; emails from and	0.40

Date	Name	Description	Hours
Sep-20-23	J. Birch	to Monitor about one non-compliant bid; Prepare for and attend videoconference with US counsel for the Monitor to discuss the security review; follow-up discussion with Mike Tallim;	1.40
Sep-20-23	J. Birch	Review and revise draft letter to Peter Bychawski and send to Monitor for approval;	0.30
Sep-20-23	J. Birch	Review emails from counsel for several indirect funders of one film and respond;	0.50
Sep-20-23	J. Birch	Follow up with BRON counsel about assignment agreement for projects in development;	0.20
Sep-20-23	J. Birch	Emails with Mike Tallim and call to CW about documents needed for security review; numerous emails with BRON counsel about Asset Purchase Agreement;	0.80
Sep-20-23	T. Ho	Security Review - Discussions with US counsel and reviewing the CWMF security and preparing summaries on whether CWMF is a secured or unsecured creditor;	4.40
Sep-21-23	J. Birch	Review potential disputes about several assets and provide summary to one potential purchaser;	1.30
Sep-21-23	J. Birch	Email update to US counsel about the CAMA issue and how it interfaces with bids to be accepted;	0.30
Sep-21-23	J. Birch	Email to Monitor about CAMA analysis; call from Tevia Jeffries about claim against Americana;	0.30
Sep-21-23	J. Birch	Call with Monitor about seeking carve outs and approaching other bidders; review additional draft security reviews; call with potential bidders about how sales process unfolded;	1.20
Sep-21-23	J. Birch	Review draft APA with one bidder; emails about how to separate assets among purchasers; lengthy videoconference with Monitor, counsel for BRON and one bidder to get clarity on assets being purchased;	2.40
Sep-21-23	C. Nicholson-Clarke	Receiving and reviewing instructions; Attending to corporate searches; obtaining copies of corporate documents; reviewing search results and preparing report with respect to same; email correspondence with M. Tallim;	0.60
Sep-21-23	J. Bornstein	Calls with Miller Thomson, Grant Thornton and Cassels team and counsel for bidder re same; Call and emails with Miller Thomson, Grant Thornton and Cassels team regarding SISP status and bids; Analyze asset purchase agreements; Emails with Cassels team and counsel for creditors;	4.30
Sep-21-23	J. Birch	Lengthy call with counsel for Media Res about how the SISP may affect the Transactions and Settlement Agreement;	0.70
Sep-21-23	F. Finn	Correspond with scheduling regarding setting application; draft approval and vesting order; draft notice of application and affidavit regarding approval of Monitor's fees and activities;	0.90
Sep-21-23	J. Birch	Email request to DIP Lender to extend deadline for court approval and closing;	0.30

Date	Name	Description	Hours
Sep-21-23	J. Birch	Consider enquiry from counsel for Lukis Global and prepare and send detailed response;	0.50
Sep-21-23	S. Selznick	Review and consider lengthy emails from J. Birch concerning Medi Res, Solitary and Medi Res Studio Transaction and Settlement Agreement; brief review of Transaction and Settlement Agreement;	0.70
Sep-21-23	M. Tallim	drafting memo outlining conclusions from Security Review of CWMF documents; reviewing updated chart prepared by US counsel re CWMF & supplementing with Canadian information; e-mails / correspondence with US counsel re same; reviewing & updating further revised summary memo incorporating comments from US counsel; correspondence with J. Birch re same;	4.30
Sep-21-23	T. Ho	Security Review: Reviewing the CWMF spreadsheet and summary on CWMF's secured or unsecured position, for each picture for US counsel confirmation; including Canadian comments and advising the same; considering emails on the same re CAMA issue and security review exercise;	3.20
Sep-21-23	J. Birch	Call with Monitor about cash flows, possible extension of closing deadline;	0.80
Sep-21-23	J. Birch	Prepare for and attend lengthy discussion with one bidder about assets to be sold to it;	1.20
Sep-22-23	T. Ho	Security Review: Reviewing the CWLP 2016 summary and revised versions of the CWM and CWLP security review spreadsheets; discussions on the same and considering emails on the same;	1.90
Sep-22-23	J. Bornstein	Emails and call with Grant Thornton, Miller Thomson and Cassels team regarding bids; Analyze same; Emails with Cassels team regarding security review; Emails and call with counsel for bidder; Analyze and revise bid re same; Call with Grant Thornton, Miller Thomson and Cassels teams with counsel for bidder regarding bid and SISP status;	3.00
Sep-22-23	S. Selznick	Prepare for and attend telephone conference with J. Birch, BRON representatives and their counsel to discuss proposed and purported turnaround and turnover arrangements outside of the SISP process; follow up with John Birch in that regard and review materials in anticipation for conference;	1.20
Sep-22-23	S. Selznick	Review and consider emails from M. Tallim and analysis of security and communications, with local agents in the US in that regard;	1.70
Sep-22-23	J. Birch	Videoconference with J. Bornstein about purported withdrawal of one bid and what that means for the other bids; provide input to the Monitor about its report; calls with Mike Tallim about security review;	0.90
Sep-22-23	J. Birch	Call with David Ward about BRON affidavit for sale approval application;	0.30

Date	Name	Description	Hours
Sep-22-23	J. Birch	Call with D. Ward about proposed assignment of certain projects back to the producer;	0.20
Sep-22-23	J. Birch	Review email from counsel for one bidder about the alleged withdrawal of the bid and follow-up with Jeremy Bornstein;	0.30
Sep-22-23	J. Birch	Call with J. Bornstein about status of SISP and definitive agreements;	0.30
Sep-22-23	J. Birch	Receive consents for extension to SISP deadline and provide input to Monitor;	0.30
Sep-22-23	J. Birch	Discussions with Rona of BRON and BRON counsel about request to assign certain projects; follow-up calls with S. Selznick; review security over development projects;	1.60
Sep-22-23	J. Birch	Join part of BRON-Monitor daily call;	0.90
Sep-22-23	J. Birch	Review draft US security review memo re CWMF and provide comments to Mike Tallim; respond to further email from counsel for Lukis Global Corporation; provide information to Bruce Bando for his report to the court;	0.90
Sep-22-23	M. Tallim	Drafting summary of CWM LP 2016 findings; reviewing & updating security review chart to reflect additional US comments; reviewing & revising summary of CWMF summary cover-letter to reflect additional US comments; circulating review spreadsheet & summaries for both CWM LP 2016 & CWMF to client;	2.00
Sep-23-23	J. Birch	Emails from and to Eric Jamieson regarding extension of definitive agreement deadline and updating Qualified Bidders; emails from and to Tevia Jeffries regarding timing of sale approval application	0.40
Sep-23-23	J. Birch	Emails from and to Hilary Book about claims against Creative Wealth Media Finance and setting up a more detailed discussion about how that interacts with the SISP	0.20
Sep-25-23	J. Birch	Videoconference with counsel for BRON, the Monitor, and counsel for a bidder about questions relating to certain assets	0.60
Sep-25-23	J. Birch	In the late evening, videoconference with the Monitor and counsel for BRON about the permitted scope of a vesting order, the status of the asset purchase agreements, and timing of sale approval application	1.10
Sep-25-23	F. Finn	Organize and update service list; review requests for notice from stakeholders.	0.40

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Selznick, Stephen	Partner	4.10	1,070.00	4,387.00
Birch, John N.	Partner	34.30	990.00	33,957.00
Bornstein, Jeremy	Partner	21.30	685.00	14,590.50
Tallim, Mike R.	Partner	12.30	695.00	8,548.50

Name	Title	Hours	Rate	Amount
Ho, Tracey	Associate	13.60	465.00	6,324.00
Finn, Forrest	Associate	5.00	415.00	2,075.00
Nicholson-Clarke, Cassidy	Law Clerk / Paralegal	0.60	280.00	168.00
Slota, Alex	Law Clerk / Paralegal	2.30	365.00	839.50
Total (CAD)		93.50		70,889.50

Our Fees	70,889.50	
GST @ 5.00%	3,544.48	
PST @ 7.00%	4,962.26	
TOTAL FEES & TAXES (CAD)		79,396.24

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Electronic Due Diligence	163.04
Certificate of Status	54.50
Total Non-Taxable Disbursements	217.54

Taxable Disbursements

Electronic Due Diligence	552.00
Certificate of Status	48.00
Total Taxable Disbursements	600.00
GST @ 5.00%	30.00
PST @ 7.00%	42.00
Total Taxable Disbursements & Taxes	672.00

TOTAL DISBURSEMENTS & TAXES (CAD)	889.54
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TOTAL FEES	70,889.50
TOTAL DISBURSEMENTS	817.54
TOTAL TAXES	8,578.74
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	80,285.78

OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2211203	09/12/23	84,949.03	0.00	84,949.03

Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 8 of 8
Invoice No: 2212681
Matter No. 054920-00006

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2211877	09/19/23	78,634.10	0.00	78,634.10
2212681	09/26/23	80,285.78	0.00	80,285.78
Total (CAD)		243,868.91	0.00	243,868.91

This is Exhibit "K" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Samal

Commissioner for Taking Affidavits (or as may be)

Kiyon Samal, LSO#: 87694N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2213497
Date: October 04, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including October 02, 2023

Our Fees	52,615.00
Disbursements	50.00
Total Fees and Disbursements	52,665.00
GST @ 5.00%	2,632.40
PST @ 7.00%	3,685.36
TOTAL DUE (CAD)	58,982.76

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Swift Code: NOSCCATT
ABA No.: 026002532

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Finance & Accounting (Receipts)
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40 Temperance St., Toronto, ON, M5H 0B4 Canada

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matter #

Invoice No: 2213497
Matter No.: 054920-00006

Amount: **CAD 58,982.76**

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FEE DETAIL			
Date	Name	Description	Hours
Sep-20-23	N. Geary	Review and comment on draft agreement;	1.20
Sep-25-23	N. Geary	Review and comment on draft APA;	1.60
Sep-25-23	J. Bornstein	Emails with Grant Thornton and Cassels team regarding status of response from bidders; Initial analysis of comment regarding bid mark-up received; Emails with N. Geary regarding same;	0.30
Sep-26-23	N. Geary	Review and comment on revised draft agreement;	0.30
Sep-26-23	J. Bornstein	Analyze APA mark-up from bidder; draft issues list regarding same; emails with N. Geary regarding same; emails with Miller Thomson and Grant Thornton team re same; call with BRON, Miller Thomson and Grant Thornton team re same; provide mark-up to counsel for bidder; emails and call with Miller Thomson and counsel for bidder regarding open issues; emails with Cassels and Grant Thornton teams regarding creditor request; Emails with Grant Thornton team regarding draft report;	5.00
Sep-26-23	J. Birch	Emails from potential purchaser; instruct J. Bornstein regarding review of one draft Asset Purchase Agreement;	0.20
Sep-26-23	J. Birch	Emails from and to certain creditors' counsel about potential call with Cassels and the Monitor; review comments on latest draft of one purchaser's APA; email update to Monitor about request for investigation of BRON's affairs;	0.70
Sep-26-23	J. Birch	Call from counsel for a creditor requesting investigations into the Petitioners' affairs if the CCAA proceedings are extended and further funding for professional fees is provided;	0.10
Sep-27-23	J. Birch	Participate in daily BRON - Monitor call;	0.50
Sep-27-23	J. Birch	Comment on draft BRON email to counsel for a potential purchaser about the MediaRes investment;	0.30
Sep-27-23	S. Selznick	Preliminary review of turning around and turnover agreements and emails with Bron in that regard;	1.00
Sep-27-23	J. Bornstein	Call with Guilds, BRON, Miller Thomson team and counsel for Comerica regarding certain assets of BRON; Email updates to Grant Thornton and Cassels team re same; Initial analysis of Monitor's report; Analyze security review memo and chart;	2.30
Sep-27-23	J. Birch	Review memo about MediaRes Transactions and Settlement Agreement and provide my thoughts/response to counsel for BRON;	0.30
Sep-27-23	J. Birch	Begin full review and detailed revision of draft 75 page Monitor's report;	5.70
Sep-27-23	J. Birch	Review terms of advances under DIP agreement and provide input to the Monitor; initial review of certain appendices to the draft Second Report of the Monitor;	0.50
Sep-28-23	S. Selznick	Emails from and to Bron concerning various turnover and	0.50

Date	Name	Description	Hours
		turnaround arrangements and emails with J. Birch in that regard;	
Sep-28-23	J. Bornstein	Emails and call with Grant Thornton and Miller Thomson teams regarding SISP update and approval and vesting order application; emails and calls with J Birch regarding same; draft emails to certain bidders; emails with J Birch re same; emails with Grant Thornton team re same;	1.80
Sep-28-23	F. Finn	Attend call with H. Book regarding potential claims of secured creditors;	0.70
Sep-28-23	J. Birch	Call with H. Book and corresponding with US counsel about their clients' claims;	0.50
Sep-28-23	J. Birch	Comment on draft emails to two potential purchasers; call from A. Iqbal; review recent funds received and consider whether it forms part of the cash flow over the proposed stay extension period;	0.60
Sep-28-23	J. Birch	Call from J. Bornstein to discuss status of APAs; attend daily GTL - BRON - MT call at 11 a.m. ET;	1.00
Sep-28-23	J. Birch	Further substantial work on draft of the Monitor's Report for sale approval;	3.90
Sep-28-23	J. Birch	Call with J. Bornstein about status of APAs and timing of stay extension application and sale approval application;	0.20
Sep-29-23	S. Selznick	Receipt and review of purported turnover agreements for downtown, moon, man, dream doll, siege of Bethlehem, splendid solution, gore girls, the Ridge and Pinata ; emails with Bron in that regard, and consider terms and questions arising from review;	5.30
Sep-29-23	J. Bornstein	Emails with Monitor and Cassels teams regarding stay extension, report and SISP; emails with J Birch regarding same; update call with BRON, Miller Thomson, Grant Thornton and Cassels teams; emails with A Iqbal regarding bids and email to Grant Thornton and Cassels team re same;	1.40
Sep-29-23	F. Finn	Attend call with group of potential secured creditors regarding potential claims;	1.10
Sep-29-23	J. Birch	Review information about proceeds just received and to be received from several films; email the Monitor about the use of such proceeds during the extended stay period;	1.30
Sep-29-23	J. Birch	Videoconference with the Monitor to discuss cash flows;	0.50
Sep-29-23	J. Birch	Attend daily Monitor - BRON call to discuss stay extension and status of SISP; seek consent of Petitioners and DIP Lender to extension of definitive documents deadline;	0.80
Sep-29-23	J. Birch	Continue detailed review and revision of Monitor's Report for sale approval;	4.70
Sep-29-23	J. Birch	Prepare for and participate in discussion with counsel for several creditors of CWMF;	1.30
Oct-02-23	S. Selznick	Emails at length to and from Bron with respect to questions on investigations into proposed turnaround and turnover agreements; email to John Birch in that regard;	2.50

Date	Name	Description	Hours
Oct-02-23	J. Bornstein	Call with Grant Thornton and Cassels team regarding investigations, SISP and court reports; Emails with Miller Thomson team regarding input from BRON on bidder's APA;	1.00
Oct-02-23	J. Birch	In the evening, review and comment on draft BRON affidavit for stay extension; email to Asim Iqbal about the proposed Monitor's report	0.30
Oct-02-23	J. Birch	Complete significant review and revision of Monitor's report for sale approval and finish the next draft; send comments on report to the Monitor for review	7.00
Oct-02-23	J. Birch	Videoconference with Monitor about Report for stay extension application, cash flow, and next steps to advance the sales process;	0.80
Oct-02-23	F. Finn	Attend call with Monitor regarding sales process and stay extension application.	0.60

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	31.20	990.00	30,888.00
Geary, Nicola	Partner	3.10	870.00	2,697.00
Selznick, Stephen	Partner	9.30	1,070.00	9,951.00
Bornstein, Jeremy	Partner	11.80	685.00	8,083.00
Finn, Forrest	Associate	2.40	415.00	996.00
Total (CAD)		57.80		52,615.00

Our Fees	52,615.00	
GST @ 5.00%	2,630.75	
PST @ 7.00%	3,683.05	
TOTAL FEES & TAXES (CAD)		58,928.80

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Electronic Due Diligence	17.00
Total Non-Taxable Disbursements	17.00

Taxable Disbursements

Electronic Due Diligence	33.00
Total Taxable Disbursements	33.00
GST @ 5.00%	1.65
PST @ 7.00%	2.31

Total Taxable Disbursements & Taxes

36.96

TOTAL DISBURSEMENTS & TAXES (CAD)	53.96
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TOTAL FEES	52,615.00
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TOTAL DISBURSEMENTS	50.00
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TOTAL TAXES	6,317.76
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TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	58,982.76
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OUTSTANDING INVOICES

Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2211203	09/12/23	84,949.03	0.00	84,949.03
2212681	09/26/23	80,285.78	0.00	80,285.78
2213497	10/04/23	58,982.76	0.00	58,982.76
Total (CAD)		224,217.57	0.00	224,217.57

This is Exhibit "L" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.



Commissioner for Taking Affidavits (or as may be)
Kiyon Jamal, LSO #: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2213821
Date: October 10, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including October 09, 2023

Our Fees	30,447.50
GST @ 5.00%	1,522.38
PST @ 7.00%	2,131.32
TOTAL DUE (CAD)	34,101.20

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FEE DETAIL

Date	Name	Description	Hours
Oct-03-23	J. Birch	Review S. Selznick summary of his analysis of the turnaround and film assignment agreements provided so far; email from A. Iqbal; email to A. Iqbal about turnarounds/assignments and the Monitor's concerns regarding the information provided by BRON so far;	0.60
Oct-03-23	J. Birch	Emails with Monitor, counsel for BRON, and counsel for DIP Lender about cash flows and stay extension motion; emails from and to the Monitor about pressing one bidder to commit to a definitive agreement or advise that it is not going to enter into such agreement;	0.30
Oct-03-23	J. Birch	Numerous emails from counsel to parties that invested in various BRON films; initial review of participation agreements and consideration of those parties' claim that they are direct creditors of one or more of the Petitioners;	0.80
Oct-03-23	J. Birch	Emails with F. Finn and the Monitor about the content for the Monitor's Report to be used for the stay extension application;	0.20
Oct-03-23	J. Bornstein	Analyze draft Monitor's report; emails with Monitor team regarding email to bidder enquiring about continued participation in the SISP; emails with M. Thomson and B. Jones teams regarding updated APA schedule;	1.90
Oct-03-23	M. Tallim	Drafting Canadian security review opinion for CWLP;	1.40
Oct-03-23	F. Finn	Draft and provide comments on monitor's report regarding updates to SISP and extension application;	7.60
Oct-04-23	S. Selznick	Further e mails with Bron concerning disclosure information to date on take over and turn over agreements;	1.00
Oct-04-23	J. Bornstein	Emails and call with Cassels and Grant Thornton teams regarding Monitor's report and SISP update; emails with A. Iqbal regarding SISP update;	1.30
Oct-04-23	M. Tallim	Drafting security review opinion;	0.90
Oct-04-23	J. Birch	Prepare for call; update videoconference with the Monitor, including about cash flows, definitive agreements, and the objective of the CCAA proceedings after November 8;	1.10
Oct-04-23	J. Birch	Call from D. Ward about proposal for turnaround or turnover of certain projects;	0.40
Oct-04-23	J. Birch	Review and comment on 30-page Monitor's report for October 11 hearing;	2.60
Oct-04-23	J. Birch	In the evening, voicemails to counsel for each of two potential purchasers regarding potential definitive agreements; voicemail to US counsel for the Monitor about security review	0.20
Oct-04-23	F. Finn	Attend call with Monitor regarding strategic considerations and status of SISP;	1.20
Oct-04-23	J. Birch	Emails from E. Jamieson; review amended cash flow;	0.30
Oct-05-23	S. Selznick	Review additional information on takeover and turn over agreements from Bron or n response to queries to Bron on	3.20

Date	Name	Description	Hours
		last set of document disclosure; e mails to and from J. Birch in your that regard ;	
Oct-05-23	J. Birch	Review S. Selznick further analysis of potential project turn overs; consider status of two bids and what issues remain unresolved; coordinate with A. Iqbal about updating the court regarding the October 11 hearing and canvassing dates for a sale approval application; review final cash flow to be relied on for stay extension;	1.40
Oct-05-23	J. Birch	Review BRON application materials for October 11 and provide comments to A. Iqbal; review request from Union of BC Performers; emails with other counsel about scheduling the sale approval hearing;	1.10
Oct-05-23	J. Birch	Review latest draft of Monitor's Report and provide comments;	0.90
Oct-05-23	J. Birch	Prepare for and attend video conference with S. Selznick about turnover and turnaround agreements and the concerns about approving such agreements; prepare draft analysis and conclusions to send to the Monitor;	1.10
Oct-05-23	F. Finn	Draft and provide comments on Monitor's second report;	0.90
Oct-05-23	J. Birch	In the evening, receive request from BRON to extend deadline for definitive agreements to October 13, 2023, seek input from the Monitor, and respond;	0.30
Oct-05-23	J. Bornstein	Call with A. Iqbal regarding SISP status; email and call to J .Salmas regarding Comerica; call and emails with J. Foster regarding CWML; email from E. Golden regarding CWMF; email update to Monitor team re same; emails with Cassels and Monitor teams regarding draft report and analyze same;	1.00
Oct-05-23	F. Finn	Review filed application materials of the Petitioners;	0.30
Oct-06-23	J. Birch	Numerous emails with Monitor, BRON, and DIP Lender about independent contractor agreements for those BRON employees whose services are being retained after October 6;	0.30
Oct-06-23	J. Bornstein	Update call with J Birch; emails with B. Jones team regarding APA update; emails and calls with Monitor team regarding independent contractor agreement; emails and calls with G Richard re same; emails and call with A. Iqbal re same;	1.00
Oct-06-23	J. Birch	Call with M. Tallim; update counsel for BRON about the security reviews; finalize and send analysis of proposed production turnarounds and turnovers to the Monitor;	0.70
Oct-06-23	J. Birch	Call from counsel for Union of BC Performers about request for information about revenues from various productions;	0.30
Oct-06-23	J. Birch	Call with J. Bornstein about status of asset purchase agreements; provide Monitor with first comments on its report; respond to Fifth Season about alleged leaking of final bid;	0.50
Oct-06-23	J. Birch	Prepare for and attend videoconference with the Monitor	1.00

Date	Name	Description	Hours
		to finalize Monitor's report and address contractor, bidder, and security review issues;	
Oct-06-23	J. Birch	Update from the Monitor about the draft report; emails from A. Iqbal about post-November 8 cash flow;	0.30
Oct-06-23	J. Birch	Consider enquiry from one bidder about confidentiality of bids;	0.10
Oct-06-23	G. Richard	Various correspondence with J. Bornstein; review independent contractor agreements;	0.50
Oct-06-23	S. Selznick	Review draft e mail at length to the monitor with respect to the turn over and turn around agreements; e mails to J. Birch concerning the same;	0.80
Oct-06-23	F. Finn	Attend call with Monitor to review and strategize regarding SISF, forthcoming applications, and communication with stakeholders;	1.30
Oct-06-23	F. Finn	Provide comments on Monitor's second report; file and serve same;	0.90
Oct-09-23	S. Selznick	E mails from J. Birch and Monitor concerning communication from Mandalay regarding The Ridge.	0.20

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	14.50	990.00	14,355.00
Bornstein, Jeremy	Partner	5.20	685.00	3,562.00
Selznick, Stephen	Partner	5.20	1,070.00	5,564.00
Tallim, Mike R.	Partner	2.30	695.00	1,598.50
Richard, Guy-Etienne (Guy)	Associate	0.50	610.00	305.00
Finn, Forrest	Associate	12.20	415.00	5,063.00
Total (CAD)		39.90		30,447.50

Our Fees	30,447.50	
GST @ 5.00%	1,522.38	
PST @ 7.00%	2,131.32	
TOTAL FEES & TAXES (CAD)		34,101.20

TOTAL FEES	30,447.50
TOTAL TAXES	3,653.70
TOTAL FEES & TAXES (CAD)	34,101.20

Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 5 of 5
Invoice No: 2213821
Matter No. 054920-00006

OUTSTANDING INVOICES				
Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2211203	09/12/23	84,949.03	0.00	84,949.03
2212681	09/26/23	80,285.78	0.00	80,285.78
2213497	10/04/23	58,982.76	0.00	58,982.76
2213821	10/10/23	34,101.20	0.00	34,101.20
Total (CAD)		258,318.77	0.00	258,318.77

This is Exhibit "M" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.



Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2214492
Date: October 17, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including October 16, 2023

Our Fees	47,151.50
GST @ 5.00%	2,357.58
PST @ 7.00%	3,300.60
TOTAL DUE (CAD)	52,809.68

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ABA No.: 026002532

Cheque Payments:

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Suite 3200, Bay Adelaide Centre - North Tower
40 Temperance St., Toronto, ON, M5H 0B4 Canada

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Invoice No: 2214492
Matter No.: 054920-00006
Amount: **CAD 52,809.68**

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Suite 3200, Bay Adelaide Centre - North Tower, 40 Temperance Street, Toronto, ON M5H 0B4 Canada | t: 416 869 5300 | f: 416 360 8877

FEE DETAIL

Date	Name	Description	Hours
Oct-10-23	J. Birch	Emails from and to counsel for BRON about October 11 application for a stay extension; email from and call with counsel for a creditor that lent money to one of the productions to discuss the nature of the claim;	0.60
Oct-10-23	S. Selznick	Review visual data room for potential documents pertaining to The Ridge production and emails to and from J. Birch in that regard;	1.00
Oct-10-23	F. Finn	Organize court materials and prepare for hearing; review letters and correspondence from stakeholders; correspond with Petitioners' counsel regarding application materials;	1.10
Oct-10-23	J. Birch	Review and respond to enquiries from the Monitor, S. Selznick, and creditors about a number of completed an in-development productions, including in relation to turnarounds and unpaid production loans;	0.80
Oct-10-23	J. Birch	Meet with F. Finn about preparation for October 11 stay extension application; review letter from counsel for Hudson about request for information from the Monitor;	0.40
Oct-10-23	J. Birch	Review quitclaim agreement and certificate of engagement relating to "The Ridge"; call from potential acquirer of the rights to "The Ridge";	0.60
Oct-10-23	J. Birch	Review Application Responses of Three Point Capital and Access Road and discuss response with F. Finn; email to P. Bychawski regarding certain aspects of his application response; begin preparation for October 11 application hearing;	1.10
Oct-10-23	J. Bornstein	Analyze asset purchase agreement comments from bidder; Draft issues list regarding same and mark-up asset purchase agreement; Emails with Monitor and Miller Thomson teams regarding same; Call with bidder, Monitor team and BRON and its counsel regarding same; Emails with bidder re same;	4.10
Oct-10-23	S. Nagra	Filed report to the judge at the courthouse for F. Finn;	0.60
Oct-10-23	F. Finn	Review filed response materials; research jurisprudence regarding sale approval and consultation rights of creditors;	1.90
Oct-11-23	M. Tallim	Attending meeting with GT;	0.90
Oct-11-23	F. Finn	Meet with Monitor to strategize regarding next steps; attend call with Monitor regarding SISP and next steps; strategize regarding same; review correspondence from stakeholders regarding SISP;	2.00
Oct-11-23	J. Birch	Review information about potentially expanded scope of Asset Purchase Agreement and consider how that interacts with existing security over the relevant assets; provide input to the Monitor; review letter from counsel for Hudson and provide input to the Monitor about how to respond; consider outstanding issues relating to Asset Purchase Agreement with one purchaser; respond to counsel for a creditor in the US regarding the scope of the stay and set-off rights;	2.20

Date	Name	Description	Hours
Oct-11-23	J. Birch	Review Monitor's Second Report and application record and prepare for court hearing;	1.70
Oct-11-23	J. Birch	Attend hearing of stay extension application up to end of submissions; discussion with Monitor after the hearing;	2.90
Oct-11-23	J. Birch	Review various timetables proposed by counsel for each of Access Road and the Petitioners and respond; lengthy videoconference with the Monitor about how to deal with assets that are not currently part of any bid;	1.30
Oct-11-23	J. Birch	Prepare for and attend mid-afternoon hearing regarding stay extension, including negotiations with counsel for various stakeholders about timetable for November 7 application; meeting with Monitor after the hearing;	1.20
Oct-11-23	J. Birch	Voicemail from and call to Nord Group regarding proposed turnaround agreement for "Pinata";	0.30
Oct-11-23	J. Birch	Review draft order from October 11 hearing and provide comments to counsel for BRON; multiple emails with one potential bidder about whether a bid can be withdrawn; emails with US creditor about addition to the service list;	0.50
Oct-11-23	J. Bornstein	Emails and call with Monitor and Cassels teams regarding bids; Analyze APA comments from Miller Thomson; Analyze emails from Bennett Jones team;	0.70
Oct-11-23	F. Finn	Prepare for and attend hearing and reasons regarding stay extension application;	4.90
Oct-12-23	S. Selznick	Emails from and to counsel for R. Wilson concerning dream dolls;	0.20
Oct-12-23	M. Tallim	Corresponding with US counsel re search results; corresponding with J. Birch re security review chart; corresponding with T. Ho re same; reviewing search results ordered by US counsel; updating UCC search results & corresponding with J. Birch re same;	1.70
Oct-12-23	J. Bornstein	Call with Monitor and Bennett Jones team regarding bid; Emails with MT team re same; Revise APA re same;	2.90
Oct-12-23	J. Birch	Emails from A. Iqbal and Jeremy Bornstein about outstanding issues in the current draft of the APA with one purchaser; lengthy call from D. Ward to discuss court materials needed for the sale approval application;	0.70
Oct-12-23	J. Birch	Meeting with M. Wentzell about outstanding issues, proposed Monitor's report relating to the sales process, and other issues where a report to the court is required;	1.00
Oct-12-23	J. Birch	Email from M. Tallim about security review; multiple emails with counsel for one potential purchaser regarding the scope of assets to be included in the APA;	0.30
Oct-12-23	J. Birch	Call from J. Bornstein about re-canvassing of Qualified Bidders; emails to M. Tallim and A. Iqbal about security registrations;	0.50
Oct-12-23	J. Birch	Consider email to potential bidders, scope of assets to be re-offered at this stage, and treatment of the film slates and	0.50

Date	Name	Description	Hours
		provide input to the Monitor; emails from and to A. Iqbal about assets that did not receive qualifying bids; review list of assets for remarketing process and provide comments;	
Oct-12-23	T. Ho	Security Review - considering new requests on scope of security review, preparing registration filing summaries, and discussions and emails on the same. Reviewing emails from Miller Thompson and revising the Bron CWMF security review summary and SISP. Review UCC searches and prepare UCC filing summaries for Lucite Desk, Drunk Parents, Fables Holdings, Gossamer, National Anthem Holdings, National Anthem ProdCo, Erostratus, LLC and Driftless Area.	6.20
Oct-13-23	J. Birch	Review draft turnover agreement re "Dream Dolls" and participate in call with counsel for creator; follow-up call with S. Selznick;	0.70
Oct-13-23	J. Birch	Emails about amended APA;	0.10
Oct-13-23	J. Birch	Call from R. Nord, counsel for L. Gout, the creator of "Pinata";	0.40
Oct-13-23	J. Birch	Analyze issues regarding offer for one film slate and how it intersects with another offer; email to the Monitor;	1.20
Oct-13-23	J. Birch	Multiple communications with the Monitor and counsel for BRON about re-marketing of certain assets; consider amendments to schedule of assets;	1.00
Oct-13-23	J. Birch	Emails from counsel for MGM about Blacula; consult with S. Selznick and respond to counsel for a producer about turnaround obligations;	0.40
Oct-13-23	J. Birch	Discussion with M. Tallim about additional security searches needed because of the re-marketing of certain assets; contact C. McCord about security reviews;	0.60
Oct-13-23	S. Selznick	Review visual data room, materials for Dream Dolls, and follow up answers to questions posed to counsel for Bron concerning same; telephone conference with J. Birch, and counsel for R. Wilson concerning propose turnaround of this production;	0.70
Oct-13-23	M. Tallim	Reviewing expanded list; call with J. Birch; corresponding with C. McCord re searches; updating UCC summary;	1.70
Oct-13-23	J. Bornstein	Emails with Monitor and Miller Thomson teams regarding orphaned assets; Analyze APA comments from BRON;	0.30
Oct-13-23	J. Birch	Review proposed amendments to DIP agreement to reflect extension of stay period;	0.30
Oct-13-23	A. Im	Receiving and reviewing instructions; attending to UCC searches; Email correspondence and discussions with agent with respect to same; Email correspondence with M. Tallim;	0.30
Oct-13-23	T. Ho	Security Review - considering search results received overnight and emails on the same.	1.80
Oct-14-23	J. Bornstein	Call with MT and GT teams regarding orphaned assets;	0.50
Oct-16-23	J. Bornstein	Update call with Monitor team; Emails with Miller Thomson	0.60

Date	Name	Description	Hours
		team regarding Comerica loan sale and high level analysis of agreement re same;	
Oct-16-23	M. Tallim	Updating UCC search report with UCC search results; updating / amending UCC Search Summary; internal discussions with T. Ho re same; circulating to GT, Miller Thomson & Cassels;	2.40
Oct-16-23	J. Birch	Formally respond to BRON request for Monitor consent regarding certain terms of agreement with one third party;	0.10
Oct-16-23	J. Birch	Cassels - Monitor call to discuss Monitor's report for sale approval application; email to A. Iqbal;	0.60
Oct-16-23	J. Birch	Review draft agreement regarding Americana and Hercules;	0.40
Oct-16-23	J. Birch	Multiple emails from and to A. Iqbal about BRON proposal to provide a release to one creditor;	0.40
Oct-16-23	J. Birch	Review joinder and release that Comerica is asking BRON to sign and provide list of comments and potential concerns;	0.50
Oct-16-23	J. Birch	Provide information to the Monitor for cash flows; emails from M. Tallim and C. McCord about security review on other productions and review further search summaries;	1.00
Oct-16-23	T. Ho	Security Review - review additional UCC searches and prepare summary, emails on the same re lacking UCC searches. Discussions around the same.	4.60

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Birch, John N.	Partner	24.30	990.00	24,057.00
Selznick, Stephen	Partner	1.90	1,070.00	2,033.00
Tallim, Mike R.	Partner	6.70	695.00	4,656.50
Bornstein, Jeremy	Partner	9.10	685.00	6,233.50
Finn, Forrest	Associate	9.90	415.00	4,108.50
Ho, Tracey	Associate	12.60	465.00	5,859.00
Im, Anita	Law Clerk / Paralegal	0.30	280.00	84.00
Nagra, Sukhreet	Law Student	0.60	200.00	120.00
Total (CAD)		65.40		47,151.50

Our Fees	47,151.50	
GST @ 5.00%	2,357.58	
PST @ 7.00%	3,300.60	
TOTAL FEES & TAXES (CAD)		52,809.68

Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 6 of 6
Invoice No: 2214492
Matter No. 054920-00006

TOTAL FEES	47,151.50
TOTAL TAXES	5,658.18
TOTAL FEES & TAXES (CAD)	52,809.68

OUTSTANDING INVOICES				
Invoice Number	Invoice Date	Bill Amount	Payments / Credits	Balance Due
2211203	09/12/23	84,949.03	0.00	84,949.03
2212681	09/26/23	80,285.78	0.00	80,285.78
2213497	10/04/23	58,982.76	0.00	58,982.76
2214492	10/17/23	52,809.68	0.00	52,809.68
Total (CAD)		277,027.25	0.00	277,027.25

This is Exhibit "N" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO#: 87594N

Cassels

Attn: Mark Wentzell
Grant Thornton LLP
Suite 1600, 333 Seymour Street
Vancouver, BC V6B 0A4

Invoice No: 2215261
Date: October 24, 2023
Matter No.: 054920-00006
GST/HST No.: R121379572
PST No.: 1012-5078

Lawyer: Birch, John N.
Tel.: (416) 860-5225
E-mail: jbirch@cassels.com

Re: Monitor in CCAA Proceedings of BRON Media Corp.

Fees for professional services rendered up to and including October 23, 2023

Our Fees	40,850.00
Discount of fees equal to travel costs	(1,993.82)
Total Fees	38,856.18
Disbursements	1,993.82
Total Fees and Disbursements	40,850.00
GST @ 5.00%	2,041.50
PST @ 7.00%	2,858.10
TOTAL DUE (CAD)	45,749.60

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Invoice No: 2215261
Matter No.: 054920-00006
Amount: **CAD 45,749.60**

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FEE DETAIL

Date	Name	Description	Hours
Oct-17-23	J. Bornstein	Emails with Monitor and Bennett Jones team regarding updated APA; Emails with Cassels and Miller Thomson teams regarding DIP amendment; Emails with Monitor team regarding potential investigations;	0.30
Oct-17-23	F. Finn	Attend call with J. Birch; draft notice of application regarding approval of fees and activities; draft affidavit regarding same;	0.80
Oct-17-23	J. Birch	Review enquiry from counsel regarding turnaround agreement and leave voicemail message in response;	0.20
Oct-17-23	J. Birch	Emails from and to Monitor and BRON about cash flows; review updated security search results; review current cash flows and variances;	0.90
Oct-17-23	J. Birch	Emails with DIP Lender, counsel for BRON and Jeremy Burnstein about amendment to DIP agreement;	0.40
Oct-17-23	J. Birch	Prepare for and attend videoconference with Forrest Finn about preparation of November 7 fee approval application; call with A. Iqbal about sale approval court materials and timing; email update to the Monitor;	0.90
Oct-18-23	J. Bornstein	Analyze Hercules settlement agreement; Analyze Comerica debt purchase agreement; Analyze and draft issues list regarding APA; Emails with Cassels and Grant Thornton Team re same; Email to Miller Thomson team re same; Analyze vesting order; Emails with Miller Thomson and Bennett Jones teams re same; Emails with A Iqbal and GT teams regarding certain bid and contacting counsel for bidder re same;	2.50
Oct-18-23	J. Birch	Emails about sale of BRON Creative;	0.20
Oct-18-23	J. Birch	Call from producers of The Ridge about the state of the SISP	0.10
Oct-18-23	J. Birch	Emails from counsel for BRON and one purchaser; review APA with one purchaser; review draft approval and vesting order;	1.40
Oct-19-23	F. Finn	Draft notice of application and affidavit regarding activities and fee approval; draft affidavit regarding same; review invoices for privilege;	6.70
Oct-19-23	J. Bornstein	Analyze APA; Emails with Miller Thomson team re same; Emails with Bennett Jones potential transactions; Call with Bennett Jones, Grant Thornton and Miller Thomson teams re same; Call with J Salmas regarding potential transactions; Email to J Birch and Grant Thornton team re same;	1.40
Oct-19-23	J. Birch	Review loan and investment documents provided by counsel to various investors in live action productions; continue outlining potential objections that may be asserted at the sale approval application and how to resolve them or respond to them	2.30
Oct-19-23	J. Birch	Videoconference with the Monitor and counsel for BRON about outstanding issues to get the APAs finalized and signed;	0.80

Date	Name	Description	Hours
Oct-19-23	J. Birch	Review updated list of film and TV productions to be sold;	0.30
Oct-19-23	J. Birch	Review latest draft of APA; emails with counsel for purchaser and BRON about security on certain non-petitioner entities; begin outline of how certain objections to sale approval might be addressed or resolved;	1.80
Oct-20-23	J. Birch	Fully review and substantially revise Notice of Application for fee and conduct approval application;	2.30
Oct-20-23	J. Birch	Provide further direction to Forrest Finn about conduct and fee approval court materials;	0.20
Oct-20-23	J. Birch	Prepare for and participate in call with Michael Kose about Siege of Bethlehem turnaround; email update to Monitor;	0.60
Oct-20-23	J. Birch	Prepare draft Monitor update to the service list and send to the Monitor and counsel for BRON for comments;	0.30
Oct-20-23	J. Birch	Begin review and revision of draft Third Report of the Monitor;	0.70
Oct-20-23	J. Bornstein	Analyze APA; Consider allocation; Emails and call with Grant Thornton, Cassels and Bennett Jones team regarding APA and SISP timelines extension; Emails with J Salmas regarding assignment;	1.80
Oct-20-23	F. Finn	Draft notice of application regarding approval of activities and fees; draft affidavit regarding same;	0.70
Oct-20-23	J. Birch	Prepare for and attend lengthy videoconference with the Monitor and counsel for the Petitioners to review status of APAs, discuss potential resolution of creditor objections, coordinate next steps regarding APAs, court materials, and the Monitor's report; email to the Service List regarding extension of the deadline for the Petitioners' court materials for the November 7 hearing	1.50
Oct-21-23	J. Birch	In the evening, continue review of Monitor's Third Report draft and continue providing comments; complete next draft of report and send to Monitor	2.70
Oct-21-23	J. Birch	Continue revision and expansion of draft Third Report of the Monitor in the afternoon and into the evening	4.70
Oct-22-23	J. Bornstein	Initial analysis of Monitors report and affidavit; Begin drafting sections of Monitor's report; Analyze APA and orders; Emails with Miller Thomson team regarding APA; Call with Monitor team regarding report; Analyze consent letter and assignment notice;	2.90
Oct-22-23	J. Birch	Email from Asim Iqbal; brief initial review of Gilbert affidavit; lengthy videoconference with the Monitor (with Jeremy Bornstein) to discuss the draft Third Report of the Monitor and changes that need to be made in the next draft; follow-up with Forrest Finn about evidence of Monitor fees for November 7 application	2.00
Oct-23-23	J. Birch	Full review and commenting on draft Aaron Gilbert affidavit;	1.80
Oct-23-23	J. Birch	Seek input from J. Bornstein and M. Tallim about certain	1.00

Date	Name	Description	Hours
		sections of the draft Monitor's report; review security registration info that might be included in the Report; review latest draft of cash flow;	
Oct-23-23	J. Birch	Call from M. Tallim about security review content to include in Monitor's report; emails to and from counsel for CWML;	0.40
Oct-23-23	J. Birch	Call from producer about unsigned turnaround agreement for Splendid Solution;	0.20
Oct-23-23	J. Birch	In the evening, emails from and to Mike Tallim and review Tallim proposed language about security review to be included in the Monitor's Third Report	0.30
Oct-23-23	J. Bornstein	Analysis of Monitors report and affidavit; Continue drafting sections of Monitor's report; Call with A Iqbal regarding court materials and APA; Emails with MT team regarding APA; Emails with Bennett Jones and MT team regarding court materials and analyze same;	5.30

FEE SUMMARY

Name	Title	Hours	Rate	Amount
Bornstein, Jeremy	Partner	14.20	685.00	9,727.00
Birch, John N.	Partner	28.00	990.00	27,720.00
Finn, Forrest	Associate	8.20	415.00	3,403.00
Total (CAD)		50.40		40,850.00

Our Fees	40,850.00	
Discount of fees equal to travel costs	(1,993.82)	
Total Fees	38,856.18	
GST @ 5.00%	1,942.81	
PST @ 7.00%	2,719.93	
TOTAL FEES & TAXES (CAD)		43,518.92

DISBURSEMENT SUMMARY

Non-Taxable Disbursements

Travel	20.00
Total Non-Taxable Disbursements	20.00

Taxable Disbursements

Travel	1,169.10
Accommodations	736.82
Meals	67.90

Cassels Brock & Blackwell LLP
Grant Thornton Limited
Re: Monitor in CCAA Proceedings of BRON Media Corp.

Page 5 of 5
Invoice No: 2215261
Matter No. 054920-00006

Total Taxable Disbursements	1,973.82
GST @ 5.00%	98.69
PST @ 7.00%	138.17
Total Taxable Disbursements & Taxes	2,210.68

TOTAL DISBURSEMENTS & TAXES (CAD)	2,230.68
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TOTAL FEES	38,856.18
TOTAL DISBURSEMENTS	1,993.82
TOTAL TAXES	4,899.60
TOTAL FEES, DISBURSEMENTS & TAXES (CAD)	45,749.60

This is Exhibit "O" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyen Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyen Jamal, LSO#: 87594N

Task Code	Task Desc	Total Fees Billed
		155,080.90
CAT-1	Live Action	61,885.56
CAT-2	Digital	891.00
CAT-3	Investments	5,049.00
CAT-4	US	3,178.00
CAT-5	UK	5,742.00
CAT-6	General	458,984.30
Grand Total		690,810.76

This is Exhibit "P" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal
Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO #: 87594N

Cassels



John Birch

Partner

Contact Information

416 860 5225
jbirch@cassels.com

Office

Toronto

Expertise

- Restructuring & Insolvency
- Banking & Specialty Finance
- Construction
- Litigation

Biography

John Birch* is a partner in the Restructuring & Insolvency Group at Cassels. For more than 25 years, John has acted for debtors, creditors, receivers, monitors, trustees, and directors in a wide variety of proceedings under the *Bankruptcy and Insolvency Act* and *Companies' Creditors Arrangement Act*, including some of the most significant Canadian insolvencies in recent years. He also regularly represents creditors' committees and other official committees in cross-border insolvencies. John has repeatedly acted as court-appointed representative counsel for members of the public who are affected by the insolvency of investment firms and real estate developers.

In addition to his work as an insolvency litigator, John handles a wide range of commercial litigation, including creditors' remedies, contractual disputes, shareholder litigation, Aboriginal litigation, and corporate insurance matters.

In recognition of this work, John has been acknowledged as a leader in his field by such legal publications as *IFLR1000* (Insolvency), *Legal 500 Canada* (Litigation), and *Lexpert* (Insolvency and Insolvency Litigation).

John has been involved with the Inter-Pacific Bar Association for many years and recently completed a four-year term (2018-2022) as Co-Chair of the Insolvency Committee and a member of the IPBA Council. Before that, John was Vice-Chair of the IPBA's Insolvency Committee (2014-2018). The IPBA is an international association of business and commercial lawyers drawn from more than 65 jurisdictions around the world. John has also been involved with the International Insolvency Institute for about the past 20 years.

John is a frequent speaker at conferences including those hosted by the Canadian Bar Association, Osgoode Hall Law School, and the IPBA. He is the author of chapters on litigation and arbitration in the *Canada-U.S. Commercial Law Guide*, a loose-leaf service published by Thomson Carswell, a co-author of the *Canada: Ontario* and common law provinces chapter of *Commercial Lending Law: Second Edition*, published by the American Bar Association, and author of the

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insolvency commentary in *Q&A Overview of Construction Projects in Canada* published by Thomson Reuters for Practical Law.

John previously spent nine years as the firm's General Counsel while simultaneously maintaining a full-time billable practice.

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Achievements

- *Canadian Legal Lexpert Directory* (Insolvency – Financial Restructuring; Insolvency – Insolvency Litigation)
- *IFLR1000* (Financial Restructuring)
- *Legal 500 Canada* (Dispute Resolution)

Recent Representative Work

- Cassels Represents the Payless Canada Entities in CCAA Proceedings

Insights

- Reinforcing the Foundations: Legal Fundamentals for the Construction Industry (Cassels Webinar)
- Bankruptcy and Insolvency in Canada: Rights and Considerations of an Insurer

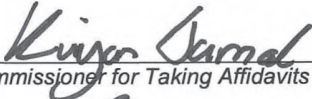
Education / Bar Admissions

- LL.B., Osgoode Hall Law School, 1995
- M.B.A., Schulich School of Business, 1995
- B.A. (with High Distinction) (Int'l Relations), University of Toronto, 1991
- Ontario, 1997

Associations

- Canadian Bar Association
- Inter-Pacific Bar Association, Co-Chair, Insolvency Committee (2018-2022) and Member, IPBA Council
- Ontario Bar Association
- Toronto Lawyers Association

This is Exhibit "Q" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.



Commissioner for Taking Affidavits (or as may be)
Kiyon Jamal, LSD#: 87594N

Cassels



Jeremy Bornstein

Partner

Contact Information

416 869 5386
jbornstein@cassels.com

Office

Toronto

Expertise

- Restructuring & Insolvency

Biography

Jeremy Bornstein is a partner in the Restructuring & Insolvency Group at Cassels. Jeremy's practice focuses on corporate restructurings including both domestic and cross-border insolvencies. He represents debtors, creditors, court officers and purchasers of distressed assets. As a former member of the firm's private company group, Jeremy frequently advises on the corporate aspects of restructurings including asset and reverse vesting sales and other distressed M&A transactions.

Jeremy's representative work includes acting for:

- LoyaltyOne, Co. in its CCAA proceeding
- DIP Lenders and Sponsor in their purchase of the Just Energy Group through its CCAA proceedings
- Sungard Availability Services Group in its CCAA recognition proceedings
- Monitor in the Trichome Group CCAA proceedings
- Monitor in the FIGR Group CCAA and bankruptcy proceedings
- Timbercreek Asset Management Inc. in certain receivership proceedings
- MCAP Financial Corporation in the Strategic Group of Companies CCAA and receivership proceedings
- Payless Holdings LLC in connection with its Canadian liquidation
- First Lien Lenders of Walter Energy, Inc. in connection with its cross-border restructuring

Between Jeremy's roles in the firm's Restructuring and Private Company groups, he joined a US-based healthcare services company as a member of the executive team in the role of general counsel, where he also developed and executed on business growth strategies.

Prior to joining Cassels, Jeremy worked as a business analyst for a global management consulting firm and served as a Corporal in the Canadian Forces reserves.

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Achievements

- *Best Lawyers: Ones to Watch* (Insolvency and Financial Restructuring Law)

Recent Representative Work

- BioSteel Obtains CCAA Creditor Protection
- Avant Brands' Completes Acquisition of Avant Brands K1
- BMO Proposes to Acquire AIR MILES from LoyaltyOne through CCAA Sales Process
- Avant Enters Stalking-Horse Purchase Agreement to Acquire The Flowr Group

Insights

- CCAA and BIA Amendments to Come into Force November 1, 2019
- Wage Earner Protection Program Amendments: Maximum Payment Amount Increases Without Changing \$2,000 Super Priority Under the BIA and CCAA
- Return to Certainty: Supreme Court of Canada Provides Clarity to GST/HST Deemed Trust and the Liability of Secured Creditors for Funds Received

Education / Bar Admissions

- J.D., Western University, 2013
- H.B.A. (Business Administration), Western University, 2008
- Ontario, 2014

This is Exhibit "R" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Jamal

Commissioner for Taking Affidavits (or as may be)

Kiyon Jamal, LSO#: 87594N

Cassels



Stephen I. Selznick

Partner

Contact Information

416 860 6883
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Office

Toronto

Expertise

- Intellectual Property
- Business
- Cannabis
- Entertainment & Sports
- High Growth & Venture Capital
- Information Technology & Data Privacy
- Regulatory
- Universities & Colleges

Biography

Stephen Selznick is a partner in the Intellectual Property, Sports & Entertainment, and Regulatory Groups at Cassels, and a leading member of the intellectual property and entertainment bars. Stephen's practice focuses on structuring, reorganizations and litigation. A frequent speaker on IP and entertainment matters, Stephen represents clients in knowledge-based industries, including advertising, film, television, recording, theatre, publishing, social media, AI, computer software, telecommunications, air transport, shipping, and cannabis. He has extensive experience with the purchasing, financing, licensing and restructuring of intellectual and entertainment properties, including: branding and research and development agreements. Stephen is also an adjunct professor of law and has appeared before the Ontario Superior Court, the Commercial List of the Ontario Superior Court, the Ontario Court of Appeal, the Federal Court, the Federal Court of Appeal and numerous tribunals including the Trademark Opposition Board, CRTC, Canadian Transportation Agency, RECO, OREA, Ad Standards, Ontario Energy Board, and Travel Council of Ontario. In 2023, Stephen successfully completed the Stanford University Law School Advanced IP/Tech Mediation and Arbitration Course.

Stephen's representative work includes having acted for:

- Oracle Corporation in the reclamation of its intellectual property rights in its retail and database management systems on the insolvency of the T. Eaton Company
- Sir Andrew Lloyd Webber and the producers of this theatrical productions "Phantom of the Opera," "Cats," and "Joseph and the Amazing Technicolor Dreamcoat" in both sit-down Toronto productions and subsequent North American tours, as well as successful litigation in the insolvencies of both Cineplex Odeon Corp. and Livent Inc. *Livent Inc., Re* (1998) 45 BLR (2d) 249 and *Cineplex Odeon Corp., Re*, 26 CBR (4th) 21, 2001 CanLII 28465 (ON SC)
- Energy supplier and retailer Summitt Energy Management Inc. in several defences of agent conduct claims before the Ontario Energy Board and the Ontario Divisional Court *In Re Summitt Energy Management Inc.* EB-2010-0221, *In Re Summitt*

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Energy Management Inc. EB-2011-0316 and Summitt Energy Management Inc. v. Ontario Energy Board, 2013 ONSC 318 (Ontario Div Court) (CanLII)

- Air Miles International Trading BV and LoyaltyOne, Co. in over 120 successful proceedings before the Trademark Opposition Board, the Federal Court, Federal Court of Appeal and Ontario Superior Court involving third party infringement use of the AIR MILES trademark
- Warner Home Video and its related entities in the negotiation, conclusion and securitization of its worldwide outsourcing of the disc and media production, packaging and physical distribution of its film, television and music library to Technicolor
- Canadian Tire Corporation, Limited in the defence of third-party patent and trademark infringement claims
- Invictus MD Strategies Corp. and Acreage Pharm in numerous commercial agreements including a significant wholesale cannabis medical supply agreement with Deutsche Medizinalcannabis GmbH
- The rights holder of Lord of the Rings in connection with the stage production of Lord of the Rings

Achievements

- *American Registry*, America's Most Honored Professionals Appeals, Ethics and Discipline Committee of Certified Licensing Professionals Licensing Body, Former Canadian Representative
- Certified Licensing Professional
- *In-House Counsel Magazine*, Canada's Top Lawyers (2012)
- Law Society of Ontario, Arthur Wentworth Roebuck Prize
- *Managing Intellectual Property*, IP Star (Copyright)
- *Martindale Hubbell*, AV Distinguished™ Rating
- University of Toronto, Dean's Honour List
- University of Western Ontario, Dean's Honour List
- *Who's Who Legal: Canada* (Sports & Entertainment)
- *Who's Who Legal: Sports & Entertainment* (Entertainment)
- *WTR1000: The World's Leading Trademark Professionals* (Enforcement)

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Client Commentary

- “Brings further firepower to the [IP] practice.” – *WTR1000*

Recent Representative Work

- BMO Proposes to Acquire AIR MILES from LoyaltyOne through CCAA Sales Process

Insights

- A “Stream” of New Regulation: CRTC Implements Registration Requirements and Conditions of Service for Online Streaming Services in Canada
- Draft Regulations Released Under the Online News Act; Public Consultation Process Begins
- Betting on New Rules: AGCO Limits Use of Athletes & Influencers in iGaming Advertising

Pro Bono & Community Involvement

- George Brown College of Applied Arts & Technology, Former Chairperson, Small Business Administration Advisory Committee
- New Media Institute at the Banff Centre, Former Member, Multi Media Advisory Panel
- Community Hebrew Academy of Toronto (CHAT), Board of Directors
- Canadian Power and Sail Squadron, Bridge Officer
- Bialik Hebrew Day School in Toronto, Board Member and Former Treasurer

Education / Bar Admissions

- LL.B., Western University, 1977
- B.A., University of Toronto, 1974
- LL.M. in US Law, George Mason University – Antonin Scalia Law School, 2023
- Ontario, 1979

Associations

- ALAI Canada
- American Bar Association, Association Member, Forum on

Cassels

Communications Law, Patent, Trademark and Copyright Law
Section, and Science & Technology Law Section

- American Intellectual Property Law Association
- Beverly Hills Bar Association
- Canadian Bar Association
- Certified Licensing Professional (CLP) Program, Co-Chair,
Examination Development and Maintenance Committee
- International Bar Association
- Intellectual Property Institute of Canada (IPIC)
- International Trademark Association (INTA)
- International Trademark Association Mediators Network
Licensing Executives Society, USA and Canada
- New York State Bar Association
- Ontario Bar Association

This is Exhibit "S" referred to in the Affidavit of Jeremy Bornstein sworn October 26, 2023.

Kiyon Samal
Commissioner for Taking Affidavits (or as may be)
Kiyon Samal, LSO#: 87594N

Cassels



Forrest Finn

Associate

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Office

Vancouver

Expertise

- Litigation
- Restructuring & Insolvency

Biography

Forrest Finn (he/him/his) is an associate in the Restructuring & Insolvency Group at Cassels. Forrest's practice focuses on bankruptcy proceedings, receiverships, and commercial restructuring. He advises and represents trustees, debtors, directors, and creditors and is frequently involved in proceedings pursuant to the *Companies' Creditors Arrangement Act* and the *Bankruptcy and Insolvency Act*. Forrest also practices in commercial litigation and has appeared before the Supreme Courts and Courts of Appeal of British Columbia and Yukon.

During law school, Forrest received the Rotman@Law certificate for business and won the corporate finance award. He was also an active member of the student community, where he helped found the First Generation Network and worked as a research assistant.

Prior to rejoining the firm, Forrest summered and articulated with Cassels and practiced as an associate in the Restructuring Group at another national firm.

Recent Representative Work

- BMO Proposes to Acquire AIR MILES from LoyaltyOne through CCAA Sales Process

Education / Bar Admissions

- J.D., University of Toronto, 2019
- B.A., McGill University, 2015
- British Columbia, 2020
- Yukon, 2022
- Ontario, 2023

Associations

- Law Society of British Columbia
- Law Society of Yukon